SCENARIO NOTE TO THE DEPUTY MINISTER

MEETING BETWEEN DEPUTY MINISTER OF INFRASTRUCTURE AND COMMUNITIES AND SUSAN HENDERSON, NORTH AMERICAN LEADER, INFRASTRUCTURE INVESTMENT AND ECONOMICS, GHD ADVISORY

MEETING DETAILS

- **DATE/TIME**: Friday, December 7, 2018, 1:00 p.m.
- **LOCATION**: 427 Laurier Avenue, 10th Floor, Room 10-040
- **PARTICIPANTS**:
  - Kelly Gillis, Deputy Minister, Infrastructure and Communities
  - Glenn Campbell, ADM, Investment, Partnerships and Innovation Branch
  - Susan (Susie) Henderson, North America Leader, Infrastructure Investment & Economics, GHD Advisory
  - Gregory (Greg) Carli, Principal and Senior Project Manager, GHD Advisory

Henderson and Carli's Bios are found under **Annexes 1 and 2**.

PURPOSE

- This is an introductory meeting that will allow Ms. Henderson the opportunity to expand on the conversations she had with you while at the C2P3 conference in November.

HIGHLIGHTS/KEY CONSIDERATIONS

- The meeting affords an opportunity to hear Ms. Henderson's views on Waterfront Toronto, including the interface between the Board of Directors and the corporation's executive leadership and staff. A key insight to glean is whether board members feel adequately supported in executing their fiduciary responsibilities to the corporation. Ms. Henderson was appointed by the City of Toronto to Waterfront's Board of Directors in April 2016 (term ending April 2019), where she co-chairs the Investment, Real-Estate, and Quayside Committee.

- The meeting also presents an opportunity for you to learn about the launch of GHD's Advisory business unit in North America. Ms. Henderson and her colleague, Mr. Carli, will likely outline GHD's global experience, expertise and offerings, and may wish to explore where there may be opportunities to offer GHD Advisory's investment and economic analysis services to the Infrastructure portfolio – including with respect to agencies and Boards where INFC has responsibilities. A brief description of GHD Advisory's Finance and Economic Analysis service is found under **Annex 3**.

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- By the time this meeting takes place the Ontario Auditor General will have released its value-for-money audit of Waterfront Toronto. As such you may wish to ask Ms. Henderson for her views on the main findings of the audit report. Waterfront's Board will have also convened the day prior to this meeting to approve the Corporation's 5-Year Strategic Business Plan (copy found under **Annex 4**).

KEY BACKGROUND

- GHD Pty Ltd is an Australian-based multinational technical professional services firm providing engineering, architecture, environmental and construction consulting and management services.

- GHD employs more than 9,000 people globally (approximately 4,000 in the U.S. and Canada). This includes engineers, architects, planners, scientists, project managers and economist operating in over 200 offices across five continents serving clients in water, energy and resources, environment, property and buildings, and transportation markets. According to the company, the North American region accounts for over 50% of GHD's US$1.7B global revenue, and Waterloo is the company's largest hub in North America.

- In March 2018 GHD announced the expansion of GHD Advisory in North America. The new business unit offers a range of services extending beyond traditional engineering, including: asset management; infrastructure investment and economics; and risk, assurance and regulation. GHD Advisory's North America offices are headquartered in Waterloo, Ontario, and Niagara Falls, New York. The Waterloo office is located in Waterloo's Idea Quarter (a community-based research park at the University of Waterloo), and consolidates 500 employees in a newly renovated 100,000 sq. ft. work space that opened in March 2018.

- GHD's North American expansion follows-on from its merger with Canadian-based environmental consulting company Conestoga-Rovers and Associates (CRA) in 2015, which now operates as a division of GHD.

PROPOSED TALKING POINTS/PROPOSED QUESTIONS

Waterfront Toronto

- With respect to the Ontario Auditor General's report, do you feel that the report's findings are balanced? Are there any that you take issue with?

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[redacted]

GHD Advisory

- Thank you for taking the time to outline GHD Advisory's new North American footprint. Which Canadian clients are using GHD's Infrastructure Investment and economics services?

- Financial and economic analysis is critical to supporting infrastructure investment decisions. What tools and modelling approach does GHD bring to the table in this service area?

- Are there any projects or initiatives that fall within the scope of the Infrastructure and Communities portfolio that you would deem to be good candidates for GHD's financial and economic analysis services?

Attachments:

Annexes:
1. Biography of Susan Henderson
2. Biography of Gregory Carli
3. GHD Advisory Infrastructure Investment and Economic Analysis Service
4. Waterfront Toronto 5-Year Strategic Business Plan

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ANNEX 1

Susan (Susie) Henderson
North American leader, Infrastructure Investment and Economics, GHD advisory

[redacted]

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ANNEX 2

Greg Carli
Principal/ Vice President, GHD

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Overview Related Projects Related People

More than ever, CAPEX and OPEX decisions are under tremendous scrutiny as markets, technology and budgetary constraints impact whole-of-life costs and long-term project viability.

GHD Advisory supports clients to make infrastructure investment that is far-sighted, viable and backed by detailed financial and economic analysis. We support decision-makers at all levels of government and in the private sector in addressing their infrastructure investment decisions through the application of a wide range of financial and economic tools.

With our connected global network of skilled and experienced finance and economic analysis professionals, we tailor analysis to specific infrastructure assets, organisational performance, regional economic benefits and local, state and federal government initiatives.

Our teams help identify if business-as-usual is the appropriate long-term strategy. Advice to support investment strategy justification is provided at a number of levels - social, environmental and economic. Working closely with clients, we evaluate each stage of the business cycle from initial project options identification through to realistic investment options, operational mode changes, asset replacement and reporting.

Detailed modelling from initial demand forecasting, capital cost estimation and operational costs through to development of a whole-of-life cash flow model underpins financial and economic analysis. Catering for real options analysis, sensitivity and scenario evaluations modelling can be adapted to address benchmarking, asset performance analysis, segment performance and regulatory price setting.

GHD Advisory's Finance and Economics team works with business case colleagues to present analysis in a user-friendly format that clarifies options, ranks possibilities and aids the funding decision process for clients.

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December 6, 2018



WATERFRONToronto

Waterfront Toronto / Rolling Five-Year Strategic Plan / Past · Present · Future

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The Opportunity for Toronto, Ontario, and Canada

Toronto is at a critical juncture. It has a strong and diversified economy, a thriving cultural life, and has earned a growing international reputation as a welcoming destination for visitors and new immigrants. At the same time, like other cities around the world Toronto is working to address an array of challenges associated with economic inequality, affordability, mobility and environmental sustainability.

The challenges many cities face today are products of their growth and success. Urbanization is major a global trend: 55% of humanity already lives in cities, and the UN projects that this figure will reach 68% by 2050. The Greater Toronto Area is home to nearly half of Ontarians (48.3%), a share that's expected to keep growing. Toronto's assets and systems —from housing to roads to transit—are strained precisely because so many people want to live and work here.

In addition to facing challenges associated with its growth, Toronto is navigating trends that are shaping life across many jurisdictions. Toronto's neighbourhoods have become more fractured along lines of income and identity. Opportunities related to technological and economic change have been unevenly distributed. Variations in social capital and trust leave some residents at increased risk of isolation. And extreme weather is becoming more frequent, raising concerns about the resilience of our built environment.

Over the next five years, Toronto—and by extension Ontario and Canada, whose economies and reputations are tied to their largest city—has an opportunity to address some of the pressing urban problems of our time, growing economically while thriving socially and culturally. The waterfront is the place where communities and city-builders are bringing some of their best ideas to life. The past 15 years have shown that with meaningful public engagement as well as thoughtful leadership and investment, urban places can be transformed from sites of industrial aftermath to centres of economic, social and cultural success.

Today, with government partners and other stakeholders, Waterfront Toronto is working to build a connected waterfront that belongs to everyone: a leading example of innovative and inclusive urban design, a magnet for investment and job creation, and a source of pride and inspiration for Canadians.

To create a waterfront that supports the outcomes that matter to Canadians we're thinking and building at the intersections of innovation and job creation, city-building and public good.

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Located at the heads of three slips along Queens Quay, the WaveDecks are functional urban docks that have helped to turn a cramped sidewalk into a generous, accessible public promenade. Since they opened in 2008, the WaveDecks have earned nine urban design awards.

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CONTENTS

SECTION 1 /
The Waterfront Story So Far 4

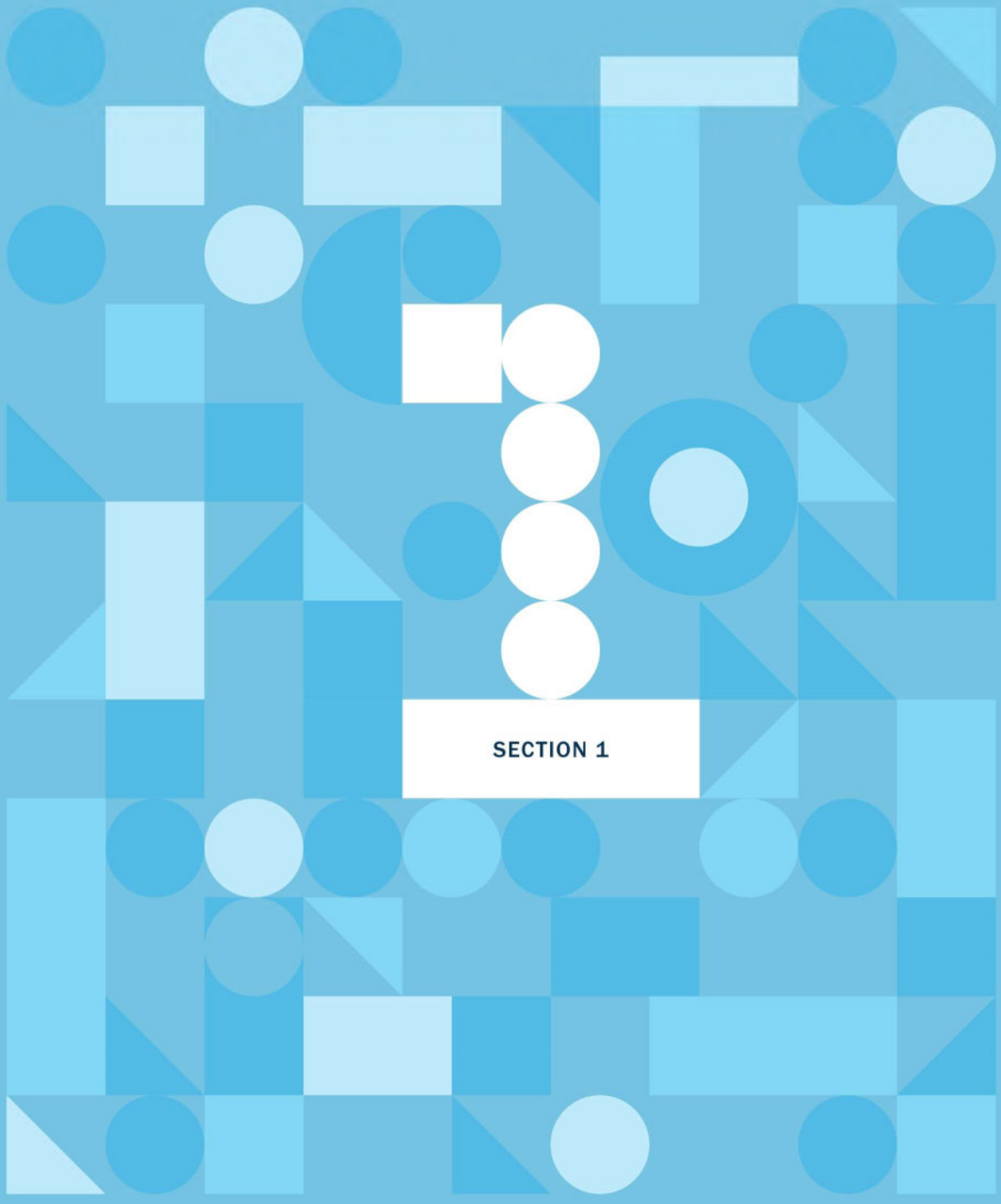
SECTION 2 /
Executive Summary 16

SECTION 3 /
Who We Are and How We Work 24

SECTION 4 /
Our Plan for 2019/20–2023/24 38

SECTION 5 /
Financials and Performance Measurement / Appendices 1-3 58

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THE WATERFRONT STORY SO FAR

Waterfront Toronto came together in 2001 to tackle big issues along the waterfront that only powerful collaboration across all three orders of government could solve.

The governments of Toronto, Ontario and Canada laid out a clear and ambitious mandate for Waterfront Toronto: to enhance the economic, social and cultural value of waterfront lands, and to create an accessible and active waterfront for living, working and recreation. Governments directed Waterfront Toronto to deliver these outcomes with a high degree of fiscal and environmental responsibility; in partnership with the private sector; with active public engagement and participation; and in a way that would ultimately make the continued growth and revitalization of the waterfront self-sustaining.

The pages that follow offer an overview of our work to date, and the substantial progress we've made in transforming the lands by the lake into one vibrant and connected waterfront that belongs to everyone.

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New Neighbourhoods

The West Don Lands, pictured here, is one of several new neighbourhoods whose development Waterfront Toronto has enabled.

In 2001, this 32-hectare tract of land was underutilized, and contaminated from past industrial use. We began by remediating the soil and crafting a community-informed master plan for the area, including plans for high-quality infrastructure and public spaces. This foundational work made the West Don Lands an attractive target for private-sector investment, enabling us to take parcels of land to market and earn a profit for taxpayers.

As private developers got to work on new residential and commercial buildings—designed and constructed according to our rigorous sustainability requirements—Waterfront Toronto partnered with Infrastructure Ontario and others to make sure the neighbourhood would include affordable housing, social services, and neighbourhood assets—in this case a YMCA.

Today, this area is home to thousands of people and many successful local businesses. In 2017/18 the West Don Lands won an Urban Land Institute Global Award for Excellence and was praised as, "a global showcase of city-building...that's for and about the people it serves."



Public transit on Cherry Street. Transit and active transportation are priorities in our neighbourhood planning. We aim to situate transit stops no more than 500 metres from residential developments and major workplaces.

Corktown Common. This active park has been hailed as "Toronto's best new public space." Since 2003, Waterfront Toronto has created 25 hectares of new parks and public spaces.

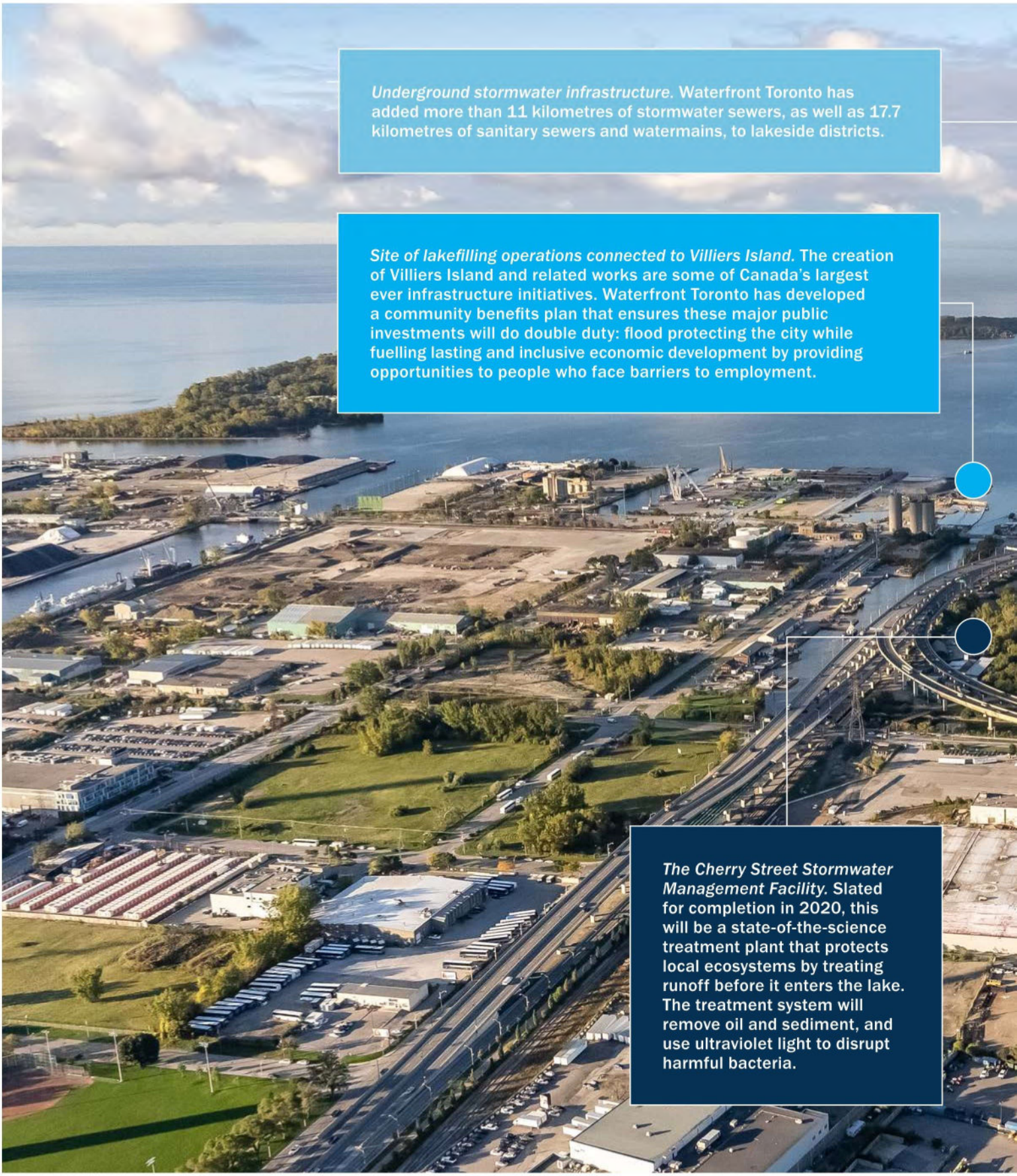
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The Cooper Koo Family YMCA. Waterfront Toronto's planners make sure new neighbourhoods have the social infrastructure people need to connect locally.

New residential developments. So far, waterfront developments have added or have under construction almost 5,500 new residential units (a small share of these are under construction but most are occupied). In lands under Waterfront Toronto's control, we require 20% of all residential units to be affordable rental housing, and an additional 5% to be low-end-of-the-market ownership.

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Underground stormwater infrastructure. Waterfront Toronto has added more than 11 kilometres of stormwater sewers, as well as 17.7 kilometres of sanitary sewers and watermains, to lakeside districts.

Site of lakefilling operations connected to Villiers Island. The creation of Villiers Island and related works are some of Canada's largest ever infrastructure initiatives. Waterfront Toronto has developed a community benefits plan that ensures these major public investments will do double duty: flood protecting the city while fuelling lasting and inclusive economic development by providing opportunities to people who face barriers to employment.

The Cherry Street Stormwater Management Facility. Slated for completion in 2020, this will be a state-of-the-science treatment plant that protects local ecosystems by treating runoff before it enters the lake. The treatment system will remove oil and sediment, and use ultraviolet light to disrupt harmful bacteria.

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Flood Protection and Infrastructure

Waterfront Toronto was created to unlock the extraordinary potential of the lands along the lake. Flood protection is an essential part of that mission.

As extreme weather becomes more frequent, protecting the city from surging water is becoming an even more urgent imperative. Through Waterfront Toronto, the governments of Toronto, Ontario and Canada are investing to meet this challenge for the benefit of homeowners, businesses, neighbourhoods and the wider economy.

We've already made significant progress, delivering a critical flood protection landform at Corktown Common (see image). Our most substantial project, the Port Lands flood protection initiative, got underway in 2017 with a $1.25 billion contribution from the three orders of government. It's expected to be completed in 2023/24.

In addition to protecting the city from flooding, we're adding important infrastructure to manage stormwater —creating channels that allow high volumes of runoff to flow safely away from neighbourhoods while protecting the health of the lake.



Toronto's financial district. The benefits of our flood protection work extend west to the financial district and east to Leslieville. Our past work has protected 210 hectares of land near the lake. Once fully realized, our Port Lands flood protection initiative will safeguard an additional 290 hectares, unlocking the development potential of prime land that represents more than a third of the designated waterfront area.

Flood protection structure. A beloved community park, Corktown Common is also a carefully designed part of the flood protection system around the Don River. Underground, a four-metre clay substructure reshapes the river's floodplain, helping to safely direct flow south to the lake when water surges.

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Attracting Investment

When Waterfront Toronto was created, the governments of Toronto, Ontario, and Canada pooled $1.2 billion in seed capital to fuel an extensive program of waterfront revitalization. The goal was to unlock the latent value of prime lands along the lake—to build prosperity and enhance quality of life.

East Bayfront, the 23-hectare development pictured here, is just one area where we created the conditions for major job-creators and post-secondary institutions to locate on waterfront lands, activating an underutilized area and building momentum for further investment.

We've attracted developers, private firms and institutions by doing essential foundational work, like crafting excellent master plans, carrying out environmental remediation and flood protection work, and collaborating on key civic infrastructure. With strong partnerships across all three levels of government, Waterfront Toronto has been uniquely equipped to solve complex city-building challenges and move revitalization forward.

Government investments in Waterfront Toronto have realized over $10 billion in new-private sector investment. The return on public sector investment has been $4.1 billion in total economic output to the Canadian economy.



Landmark development. Monde is the first residential project renowned architect Moshe Safdie has created in Canada since Habitat '67. Since 2000, nearly 50 major developments have been launched in waterfront districts.

Future site of the Waterfront Innovation Centre. Developed by Menkes and designed by architects Sweeny & Co, the facility's lead tenants are WPP, a global leader in communications services, and MaRS, one of the world's largest urban innovation hubs.Waterfront revitalization has created more than 14,100 years of full-time employment in fields like architecture, construction and project management.

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George Brown College's Waterfront Campus. In addition to classrooms, labs, and collaborative spaces, the Daphne Cockwell Centre for Health Sciences—promoted by the College as "one of the city's most architecturally striking learning environments, overlooking the Toronto harbour"—includes dental, hearing and other community health clinics that let students work with real patients in a supervised setting.

The headquarters of Corus Entertainment. High-quality infrastructure is one factor that's attracting major employers to waterfront districts. For instance, our partner Beanfield Metroconnect has used fibre optic technology to build Canada's first open-access ultra-high-speed broadband network, which makes internet speeds in waterfront precincts much faster than the North American average.

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We led the transformation of Queens Quay from an unfriendly arterial road with ageing infrastructure to a balanced, modern street that invites people to enjoy the lakeshore. Today the area has updated infrastructure underground, more than 150 new trees, a generous granite sidewalk and still plenty of room for cars and light rail transit.

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Waterfront Access and Connections

Providing safe and easy access to the shores of Lake Ontario is an important part of our work. To date, we've created over 13 kilometres of trails and promenades in key areas of the waterfront, as well as a range of parks and public spaces that facilitates active transportation and make it more fun for people to move through the city toward the water.

Every public space we create or redevelop is accessible according to the Access for Ontarians with Disabilities Act (AODA). This includes recreational trails and beach access routes, outdoor eating areas, outdoor play spaces, parking areas, service counters and other amenities.

In addition to making the water's edge more accessible to everyone, we ensure that new waterfront neighbourhoods are connected to the fabric of the city—with roads, transit service and active transportation routes. These links support the success of local businesses, make the waterfront a better place to live and help realize the vision of one connected waterfront that belongs to everyone.

- **We partnered with the City of Toronto to deliver The Bentway. In addition to providing new recreational space under the Gardiner Expressway, this linear park makes it easier and more pleasant to get to and from the lake on foot or by bike.**
- **The Queens Quay streetcar line is a key transit link to and across the waterfront. We've partnered actively with the City of Toronto, the TTC, and others to plan for intensified transit connectivity along the lake. Some new routes are already active, and bigger changes, like the East Harbour Transit Hub, are coming.**
- **The Outer Harbour Recreational Node, created in 2015, is a thoughtfully constructed outcropping that offers an accessible space for fishing, birdwatching and simply enjoying nature. We connected it to the Martin Goodman Trail, and made shoreline improvements to offer better habitat for fish, amphibians and native plants.**
- **The Martin Goodman Trail, which runs parallel to this stretch of Queens Quay, is a favourite route for cyclists and joggers. Waterfront Toronto has added more than 5,800 linear metres to the trail.**

Whether in parks, on beaches, or along public promenades, Waterfront Toronto has created more than 13 new linear kilometres of public waterfront access—like this stretch of the Water's Edge Promenade.



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Sustainability

Sustainability and resilience are at the heart of Waterfront Toronto's mandate and approach. In every project we deliver, we strive for a win-win: a lakeshore that supports a thriving city while sustaining healthy ecosystems.

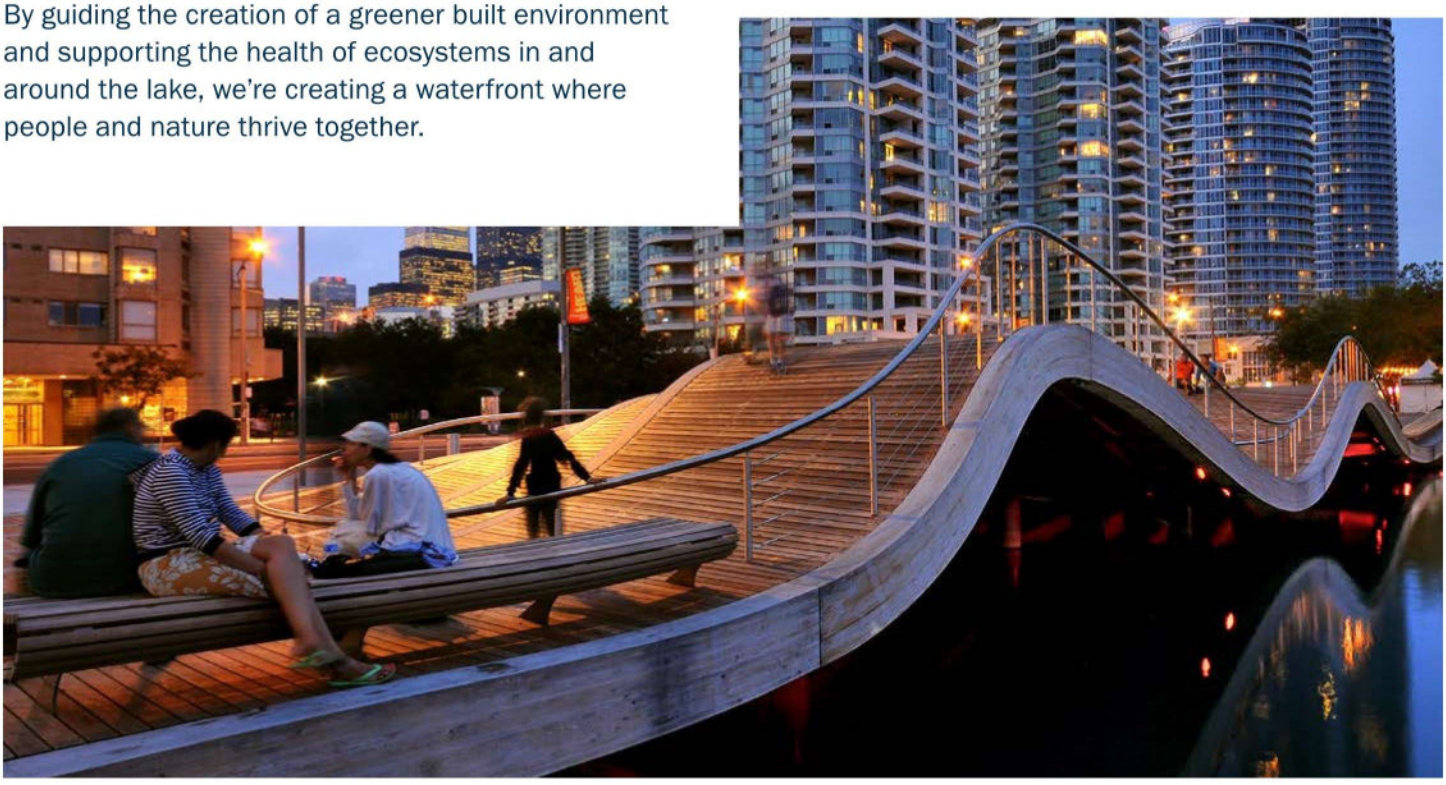
Our Minimum Green Building Requirements, which have guided the development of all new buildings on lands under our stewardship, have resulted in neighbourhoods with exceptional performance in energy consumption, low carbon emissions and reduced waste generation. Developments constructed in line with our standards have also realized 40% energy cost savings.

We've addressed contamination risk in more than 65 hectares of soil, supported the development of a healthy tree canopy and improved plant and wildlife diversity on land with carefully planned parks. Our work has also supported biodiversity in the water: we've enhanced over 118,000 square metres of marine habitat and carried out extensive shoreline remediation to create more supportive environments for fish and amphibians.

By guiding the creation of a greener built environment and supporting the health of ecosystems in and around the lake, we're creating a waterfront where people and nature thrive together.

Trees on the Water's Edge Promenade, like hundreds of others across the waterfront, benefit from soil cell technology. Soil cells are composed of a tiered web of rigid boxes that prevent soil from compacting under the weight of city pavement. When revitalization is complete, all waterfront trees that don't live in parks—about 16,800 of them—will have soil-cell technology to help their roots to spread and thrive, keeping them healthy as they grow to full maturity.

Aqualina at Bayside, a Tridel development, is a landmark in sustainable residential development. It's pursuing LEED Platinum certification and will include a Net-Zero Dwelling: a distinction units can earn when 100% of their energy is supplied by zero-carbon, on-site renewable sources. Waterfront Toronto's green building standards, which have supported a culture of sustainable design in lakeside districts, have been honoured with one of the field's most prestigious awards: the Globe Award for Environmental Excellence in Urban Sustainability.



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BELOW: *In addition to providing flood protection and amenities that enhance neighbourhood life—like an athletic field and a splash pad—the 7.3 hectare Corktown Common includes an extensive landscape of marshes, prairies and woodlands to promote biodiversity. Its plants are 95% native and Toronto-adapted species. The parks ecological richness has created a welcoming environment for wildlife and migratory birds.*

LEFT: *When we built the WaveDecks, we enhanced the marine habitat underneath by installing a variety of structures such as river-stone shoals, boulders, root balls and logs. These structures support plant growth and increase shelter and foraging opportunities. The number and diversity of fish species in the area have increased markedly over the last decade.*

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EXECUTIVE SUMMARY
WATERFRONT TORONTO'S ROLLING FIVE-YEAR STRATEGIC PLAN: 2019/20–2023/24

Toronto is attracting growing international attention as an open, safe and inclusive city filled with opportunity. The next five years will be a defining time for Toronto —and the waterfront can be a place that embodies the city's values and ambitions, while communicating a unique identity to the world. Waterfront Toronto's government partners have an opportunity to harness growing development momentum in one of the world's most promising city-building landscapes, fuelling economic growth and innovation while prioritizing inclusion, enhancing quality of life and setting new standards in sustainability.

This plan describes how Waterfront Toronto proposes to extend its record of success, working with our stakeholders and the public to realize the next phase in a revitalization process that's already begun to establish the waterfront as a magnet for investment and jobs; a model for inclusive urban design and development; and a source of pride for Canadians.

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"The Water Guardians," by Jennifer Marman and Daniel Borins, one of eight permanent public art installations in waterfront districts. While the strength of our public art program attracts outstanding artists from across Canada and around the world, all of our commissions to date have been fabricated in Ontario.

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In 2001, the governments of Toronto, Ontario and Canada laid out a clear and ambitious mandate for Waterfront Toronto: to enhance the economic, social and cultural value of waterfront lands and to create an accessible and active waterfront for living, working and recreation.

Our Record and Approach

Since 2001, Waterfront Toronto has catalyzed the revitalization of nearly 100 hectares of land along the lake. Our work has added 25 hectares of new parks and public spaces, 13 kilometres of trails and promenades by the lake, roughly 5,500 new downtown housing units (nearly 600 of them affordable), and attracted $10 billion in private-sector investment to waterfront districts, which has meant more than 14,100 years of full-time employment. With Port Lands flood protection underway, an additional 290 hectares of waterfront land will soon be unlocked for development—adding to the 210 hectares our past flood protection work has already safeguarded.

Waterfront Toronto has achieved these results through its distinct value-creation model and by playing a unique role in Toronto's development ecosystem, as a master planner, master developer, innovation partner, capital connector and trusted public steward. Throughout its history, Waterfront Toronto has built a reputation for meaningful public consultation, for fiscal responsibility and accountability, and for leading the way on sustainability and resilience in the built environment.

Our Plan for 2019/20–2023/24

Core Commitments That Guide Our Work

Waterfront Toronto envisions a connected waterfront that belongs to everyone. Work over the next five years will be grounded in three core commitments that advance our vision.

City-building. We will continue to contribute to the urgent global conversation about how to create better cities by addressing issues like affordability, mobility, connectivity and sustainability.

Innovation and job creation. We will continue to use smart planning and effective partnerships to create jobs and unlock even more of the enormous economic value of the waterfront.

The public good. We will continue to work in a transparent and accountable way while actively seeking public input to ensure that we're improving quality of life through every project we deliver.

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Enabling Factors That Support the Delivery of Our Plan

A new enabler, to fuel our plan and strengthen our organization

Increased capacity related to philanthropy and partnerships. Waterfront Toronto plans to develop new capacity in fundraising and partnerships beginning in fiscal 2019/20, understanding that philanthropy poses new opportunities as well as challenges, including significant resource implications for Waterfront Toronto. The Corporation obtained Qualified Donee status from the Canada Revenue Agency in 2017, which enables us to work alongside our partners at the City of Toronto to connect with institutions and private donors seeking to direct philanthropic investments toward civic placemaking projects and the public realm.

Existing enablers that are important to the delivery of our plan

Governance. Waterfront Toronto has always benefited from collaboration among the three governments. Over the next five years, continued coordination among governments across the range of mission-critical issues will strengthen Waterfront Toronto's ability to deliver this plan.

Borrowing powers. Our access to a $40 million credit facility is a key financial foundation of this strategic plan, as it enables us to optimize cashflow throughout multiple project lifecycles. This is an important capability because the timing of the funding and/or revenues we receive and the infrastructure investments we need to make do not always coincide. Waterfront Toronto will continue to use our borrowing access responsibly, with full accountability to governments.

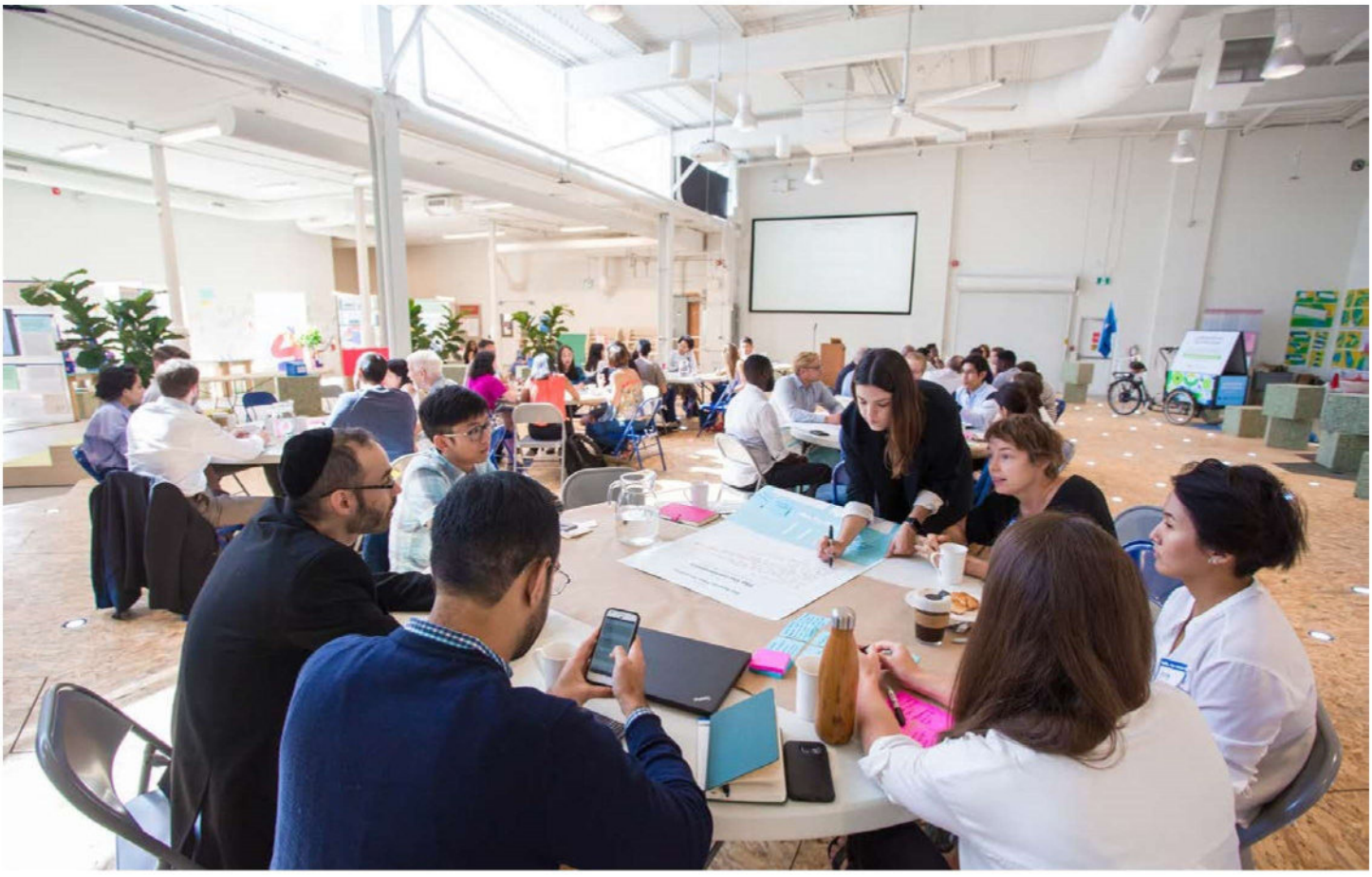
The Next Phase in Waterfront Revitalization: Projects 2019/20–2023/24

Over the next five years—in keeping with our mandate, guided by our core commitments and supported by the three enabling factors described above — Waterfront Toronto plans to deliver a portfolio of projects that represent the next phase in the revitalization of Toronto's waterfront. These projects, which harness a combined investment of $1.5 billion over five years, are oriented toward expanding economic opportunity and increasing connectedness and mobility around the entire perimeter of Toronto Harbour: creating new destinations, a more seamless pedestrian experience and a more robust waterborne transportation system.

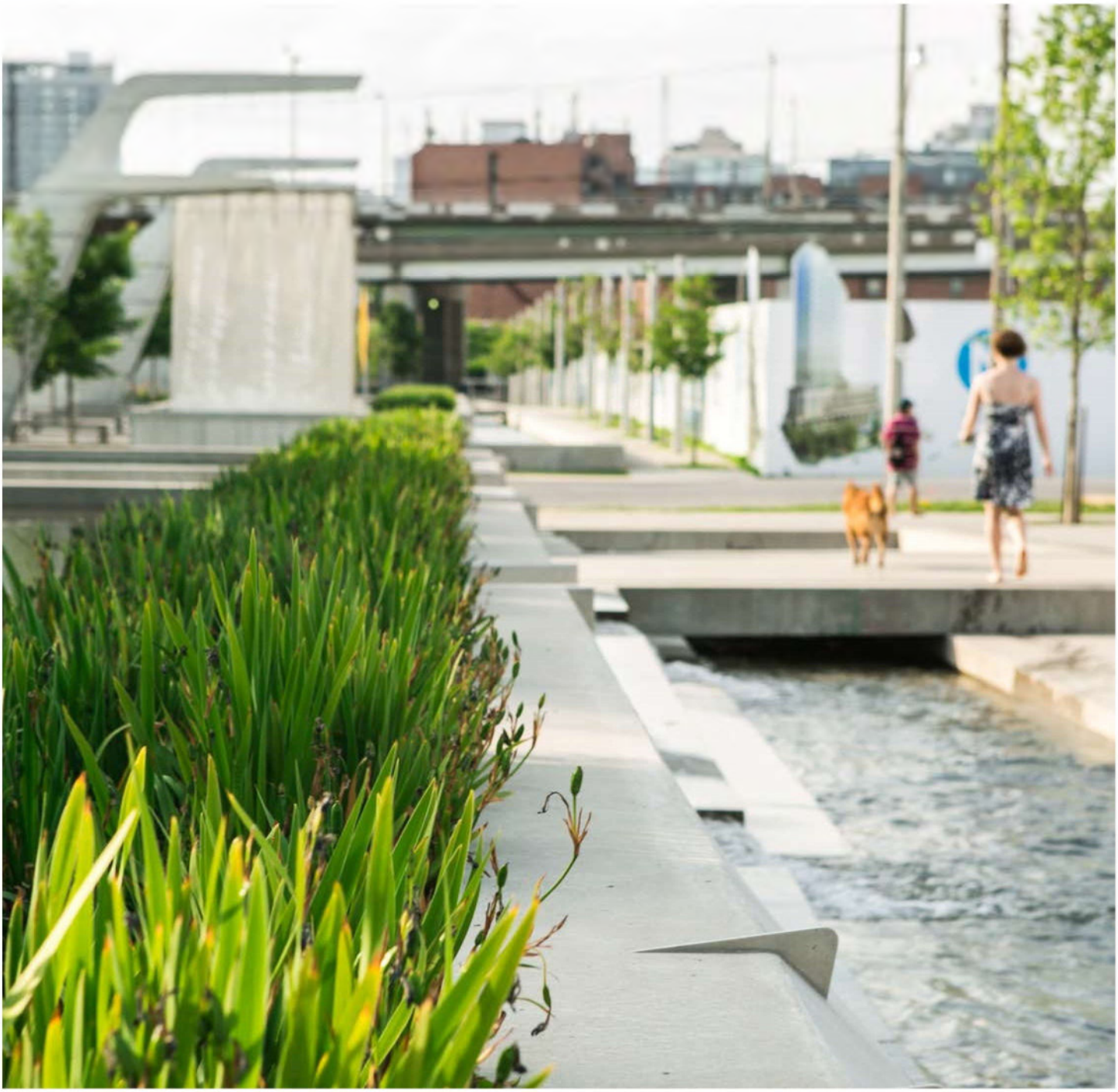
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Waterfront Toronto's public consultation approach is designed to provide all participants with a realistic understanding of the goals of the process, how decisions will be made and the impact of their participation.



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Sherbourne Common is the first park in Canada to integrate an ultraviolet (UV) facility for neighbourhood-wide stormwater treatment into its design. Collected stormwater is treated in an underground UV facility and released from three art sculptures into this 240-metre urban river channel. It flows across the length of the 1.5-hectare park and safely into Lake Ontario.

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Priority Projects

The Port Lands Flood Protection. Enabled by a combined $1.25 billion investment from the governments of Toronto, Ontario and Canada, this work will protect large areas of the city from flooding and unlock the development potential of 290 hectares of prime land.

Complete Communities. Through activities like master planning and infrastructure development, Waterfront Toronto will continue to ensure that the large parcels of land available for development by the lake are transformed into thriving neighbourhoods.

Public Places. Waterfront Toronto will complete work on three new waterfront parks, extend the Water's Edge Promenade and continue to work toward an increasingly vibrant public realm—including the ongoing development of our internationally recognized public art program.

These three projects have funding commitments in place and work underway. We project that work on Waterfront Toronto's Priority Projects will be 98% complete by the conclusion of this plan at the end of fiscal 2023/24.

New Potential Projects

In partnership with other public entities, private philanthropists and the public, Waterfront Toronto will carry out due diligence to test the feasibility of four new projects that are currently unfunded:

- A continuous Waterfront Walk that offers a seamless pedestrian experience by the lake
- A new Signature Structure to capture Toronto's identity and anchor an economic cluster
- An enhanced Jack Layton Ferry Terminal and Harbour Square Park
- A Destination Playground offering children immersive, nature-focused play

Moving Ahead

The plan that follows is a rolling five-year strategic business plan that will be updated annually as its projects evolve alongside regulatory, funding and other factors. Waterfront Toronto will maintain its accountability for the initiatives laid out in this plan and for the stewardship of the public resources entrusted to it. Details regarding funding and Waterfront Toronto's framework to track its performance in delivering on public investments are included in the final section of this plan.

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Waterfront Toronto plays a unique role in Toronto's development ecosystem. As a tri-government organization, we were built to collaborate—and we work effectively with a wide range of partners, from private developers and conservationists to community groups and social service agencies. This section provides an overview of how we create value for the public by catalyzing the development of underutilized lands. It describes our mandate, track record and core capabilities, and the mechanisms that help us meet high standards of transparency and accountability as we manage substantial public investments in waterfront revitalization projects. The pages that follow also articulate our work and philosophy when it comes to ensuring the public is meaningfully consulted in our planning, policy and design processes.

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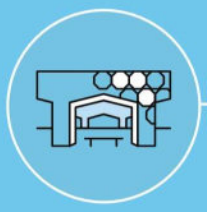
Mission & Mandate

Who We Are
Waterfront Toronto is working to create a vibrant, connected waterfront that belongs to everyone. As city-builders, we care about creating neighbourhoods, parks, destinations and infrastructure that makes people's lives better.

Mandate
Our organization was established in 2001 by the Government of Canada, the Province of Ontario and the City of Toronto to unlock the social, cultural and economic potential of the waterfront. Our mandate has been to apply best practices in urban revitalization—from infrastructure and new technology to leading strategies in design and sustainable development —to over 800 hectares of underutilized land along Lake Ontario.

Record
So far, we've led or catalyzed 2.5 million square feet of development along the waterfront, adding affordable housing, commercial space, aquatic habitat, critical infrastructure and beloved public spaces. Our projects have included the West Don Lands, Corktown Common, Underpass Park. Sugar Beach, Sherbourne Common, Queens Quay, East Bayfront, the Port Lands, Jack Layton Ferry Terminal and The Bentway.

What We've Realized So Far



5,500
downtown homes
(600 of them affordable)



1.5mil
square feet of commercial development along the waterfront



8
public art installations



13km
of walkable space along the water



5km
in cycling connections



25ha
of cherished parks and public space

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Waterfront Toronto team members prepare to host a game about great public spaces at the Christie Pits Film Festival. Our public consultation work goes far beyond what's legally required for public projects: we engage residents and other stakeholders early, so there's time to truly understand and incorporate their insights to improve the quality and relevance of our projects.

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Public Engagement: A Commitment to Transparency & Accountability

Since its creation, Waterfront Toronto has prioritized the role of public consultation in revitalizing the waterfront. We work collaboratively with individuals, communities and our partner organizations across the GTA to generate new ideas, solve problems and meaningfully incorporate the knowledge and lived experience of the public into our planning, policy, and design processes. We believe community engagement must be conducted in a clear, transparent manner that provides all participants with a realistic understanding of the goals of the process, how decisions will be made and the impact of their participation.

Our Guiding Principles Are:

Act with Clarity and Purpose
We act with purpose, communicate our goals with accuracy and we are honest with stakeholders about their impact on the decision-making process.

Commit to an Ongoing Process
We acknowledge that engagement is an ongoing process of dialogue, dissent, consensus building and learning. We continuously evaluate our approaches, maintain a sustained dialogue with our partners and revisit our assumptions to ensure we are achieving our goals.

Support Diversity and Inclusion
We work hard to eliminate barriers to participation and to ensure representative, diverse and inclusive engagement.

Cultivate Collaboration
We recognize that city-building is a shared responsibility that requires coordinated efforts. We are committed to sharing knowledge, decision-making and resources.

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Waterfront Toronto Spectrum of Engagement

To keep pace with new standards of engagement, Waterfront Toronto has expanded its approach to ensure that the public is given an even greater opportunity to provide meaningful feedback on projects. In keeping with recognized international best practice, we've recently adopted a spectrum of engagement with categories added for "listening" and "co-creation." These new categories respond to the increasing need for people to be heard and actively involved in the creation of planning and development processes.

We currently plan, deliver and synthesize a range of public feedback opportunities that include: digital surveys, focus groups, advisory committees, community information and feedback sessions, "pop up" community activations, person-on-the-street intercepts, comment walls, questionnaires, townhalls, walking tours, newsletters, dedicated project websites, creative programming, outreach on social media and public roundtables. After every formal community consultation, we report back to participants on how their feedback was incorporated into the overall plans through our meeting summaries, websites, blogs and newsletters.



Inform	Listen	Involve	Co-Create	Empower
Provide the public with balanced and objective information to assist them in understanding problems, alternatives or solutions.	Gather public feedback on analysis, alternatives or decisions, but also collect ideas, stories and concerns.	Work directly with the public throughout the process to ensure everyone involved is consistently understood and considered.	Partner with the public in each aspect of the development including the creation of options and the identification of preferred solutions.	Provide support and resources to allow the public to make final decisions.

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Core Capabilities

Our mandate lays out a distinct and multi-faceted role for Waterfront Toronto. We work as master planners, master developers, innovation leaders, trusted public stewards and capital connectors. No other organization in the development ecosystem brings together this unique combination of core capabilities.

01

Master Planner / Waterfront Toronto is a leader in city-building. Our integrated approach to planning and design has laid the foundations for successful neighbourhoods, thriving local economies and vibrant public spaces. Design excellence combined with thoughtful planning and an iterative process that involves the public has enabled groundbreaking, win-win solutions in waterfront districts.

02

Master Developer / As a development partner, Waterfront Toronto is uniquely able to work with public officials and regulators to develop innovative solutions that build prosperity while protecting the environment and the public interest. For instance, in the West Don Lands, Waterfront Toronto worked with Infrastructure Ontario and Toronto Region Conservation Authority to find a way to develop River City in concert with flood protection infrastructure—resulting in a vibrant neighbourhood in an area that had previously been closed to development due to flood risks.

03

Innovation Leader / Since its inception, Waterfront Toronto has emphasized innovation. We source and curate leading-edge materials, processes, and technologies—and we apply the most effective solutions to every project delivered on the waterfront. From green building standards that have been recognized internationally to the first ultra-high-speed broadband network in Canada (delivered with our partners Beanfield Metroconnect), we ensure that waterfront developments lead the way.

04

Trusted Public Steward / The backbone of Waterfront Toronto's work is its long-standing commitment to genuine public engagement. As a trusted public steward, we've established the most consultative approach in Canada and we continue to find new ways to bring the public into shaping the future of the city. For example, this year we restructured our approach to public participation around the IAP2 international standard, a recognized best practice for involving the public in an honest, meaningful and effective way.

05

Capital Connector / We are a nimble connector that leverages public resources to attract private investment. Through powerful collaboration across all three orders of government, we use public funds to initiate carefully chosen waterfront revitalization projects, and then convene a broad range of vital partners—regulators, private sector partners, technical experts, non-profit organizations and communities—to ensure those projects reach their full potential economically, socially and ecologically.

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Waterfront Toronto has....established both tri-government funding [and] tri-government buy-in. Despite challenges...interviews with funding partners indicate that Waterfront Toronto has developed credibility in delivering waterfront renewal and provided a vehicle for intergovernmental cooperation that would otherwise be absent.

—

Ernst & Young LLP, Independent Performance Assessment of Waterfront Toronto, 2015

Surveying by the Keating Channel. This work is part of the Port Lands flood protection initiative, which began in December 2017 and is expected to be complete by the final year of this plan: 2023/24. See pages 8-9 and 46-47 for more on this transformative project.

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How We Create Value

Since 2001, nearly 50 major developments have been launched in waterfront districts. The combined construction value of these developments is estimated at nearly $21.5 billion, including several projects that have already been completed, are under construction or are expected to enter the market in the coming years within and near the central and eastern waterfront areas.

Waterfront Toronto's role in the extraordinary growth of development in the previously underutilized lands along the lake unfolds in five key phases:

01

Governments give Waterfront Toronto oversight of the use of public lands.

02

As Master Planner, Waterfront Toronto creates holistic master plans for waterfront precincts, laying the foundations for complete communities where people have everything they need to live, work and play.

03

Given the contaminated, poorly serviced and isolated nature of waterfront lands, Waterfront Toronto shares risk with developers to attract private investment to revitalize the waterfront. In addition to taking the lead on critical infrastructure, we support a range of municipal approvals such as zoning, affordable housing commitments and management of any environmental issues. These enabling activities allow developers to assume the marketing, financing and construction risks.

04

Once the lands have been prepared for development, Waterfront Toronto brings them to market through a competitive process.

05

All Waterfront Toronto development projects have attracted considerable interest from developers and private investors, with returns on public investments typically amounting to multiples of the original outlay.

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Fiscal Responsibility and Accountability

Waterfront Toronto is committed not only to the careful and transparent management of public funds, but to continually refining our processes and systems to ensure that we're able to generate the greatest possible public benefit with the resources entrusted to us. Over the next five years, Waterfront Toronto will continue to demonstrate the openness, accountability, fiscal prudence and pursuit of design excellence that have defined our approach from the beginning. This approach has earned us a reputation as leading city-builders with an unwavering commitment to the public good.

Procurement Approach and Record

Waterfront Toronto's procurement policy is designed to be fair, open and transparent. We aim to achieve maximum value for our stakeholders, invite competitive bids and proposals, and ensure accountability for purchasing decisions through well-defined authorization and oversight protocols. Since our founding, we have entered into 2,110 contracts with 782 suppliers, most of whom are in Canada. Information about our procurement history is available on our website.

Culture of Accountability

Waterfront Toronto aims to foster a culture where everyone embraces and stands up for the public-interest mission of our organization. To that end, we have a **Wrongdoing Policy,** which empowers employees and other stakeholders to voice any concerns in areas ranging from unethical business conduct to health and safety violations. In 2016 we appointed an independent, third-party **Accountability Officer** to receive and investigate any such reports. We also have an official **Code of Conduct** that offers guidance to our team in areas such as conflict of interest, ethical decision-making and the handling of confidential information.

Project Planning and Management

Over the last 15 years, Waterfront Toronto has executed about 50 projects, managing a total investment of $1.3 billion. This entire project portfolio, with the exception of one project, has been delivered without material deviations in either schedule or cost. In 2017, as we embarked on larger-scale projects like the Port Lands flood protection initiative work, we further formalized our approach to project management and oversight with the creation of the **Capital Program Management Office (CPMO),** which both streamlined and strengthened our policies and controls. The CPMO develops project-oversight dashboard reports that update senior management, board members and the three orders of government on project status and key risk areas, as well as any budget, cost, scope and schedule variations. In the event that a project in process begins to present an increased risk of cost overruns, Waterfront Toronto has clear and effective mechanisms for adjusting its approach to avoid going over budget.

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Delegations of Authority
Waterfront Toronto has carefully designed processes to **direct, control and monitor financial actions** taken by our team members. The Board delegates and delimits varying degrees of financial authority to senior management, management and employees in a framework designed to minimize risks and maximize efficiencies in the conduct of our business.

Openness and Transparency
Each December Waterfront Toronto's Board of Directors adopts a publicly released **Corporate Plan** for the upcoming year; our progress is monitored against this plan and reported at least quarterly. At the end of each year we release audited financial statements and an **Annual Report,** which formally reports on our progress against the previous year's plan. In cases where our results differed from our plan, we make this information clear and easy to access.

Audit Environment
Waterfront Toronto operates in a rigorous audit environment:

- **External audits.** In keeping with legislation, Waterfront Toronto's year-end financial statements are audited annually; we've had 16 such audits since our inception.
- **Internal audits.** In addition to required audits, soon after its creation Waterfront Toronto adopted the best practice of voluntarily undergoing regular, outsourced internal audits. Since 2004, we've undergone 19 audits focusing on areas of our operations ranging from procurement to project management to cybersecurity.
- **Government audits.** As part of their oversight role, the three governments perform regular audits and performance reviews of Waterfront Toronto. To date, governments have audited us on 16 occasions.

In all, over the last 15 years, Waterfront Toronto has been the subject of over 50 audits; we've used their findings to steadily strengthen and enhance our fiscal responsibility and accountability practices.

Governance and Oversight
As a tri-government organization, Waterfront Toronto is fully accountable to the governments of Canada, Ontario and the City of Toronto. A number of oversight bodies shape the work of Waterfront Toronto.

- **Our Board of Directors,** which includes members appointed by all three orders of government (see p.37), guides our strategy, authorizes our investments and appoints our CEO.
- **The Intergovernmental Steering Committee,** composed of senior officials from the three orders of government, is a forum where

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Waterfront Toronto and senior government stakeholders can strategize and exchange information on waterfront revitalization.

- **Government waterfront secretariats,** composed of dedicated staff at each of the three governments, provide operational oversight and support in the delivery of our mandate.

Expert Insights

Waterfront Toronto is proactive in ensuring that our work is guided by field-leading experts and aligned with best practices.

The Capital Peer Review Panel engages some of the industry's top experts in specific industry areas—such as infrastructure, project execution, and audit—to offer advice on project and program risks in developing, procuring, and implementing large projects and programs.

The Digital Strategy Advisory Panel is an arm's-length body tasked with providing Waterfront Toronto with objective, expert advice on the responsible use of data and technology across all waterfront projects, including Quayside. It provides insight on ethics, accountability, transparency, protection of personal privacy, data governance and cyber security.

The Design Review Panel includes some of Canada's leading experts in architecture, landscape design, engineering, and planning, and draws on their insights to support design excellence in waterfront precincts.

The Independent Capital Project Monitor (new in 2018) supports the Finance, Audit and Risk Management Committee of the Board in its project risk oversight role on the Port Lands flood protection initiative.

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Board & Committees

Waterfront Toronto's Board of Directors is made up of 12 members, including a chair, jointly appointed by the three orders of government. Our directors are highly engaged in the corporation's activities and ensure that our mandate is delivered in an accountable and transparent manner. As of December 6, 2018 our Board has two vacancies.

Helen Burstyn, CM
Chair of the Board of Directors, Managing Director, Crescent Investment Partners

Mohamed Dhanani
Special Advisor to the President, Ryerson University

Stephen Diamond
President and CEO, DiamondCorp

Meric Gertler CM FRSC MCIP FAcSS FBA
President, University of Toronto

Susie Henderson
North America Leader, Infrastructure Investment & Economics GHD Advisory

Mazyar Mortazavi
President & CEO, TAS

Michael Nobrega
Former President and CEO, OMERS Administration Corporation

Sevaun Palvetzian
CEO, CivicAction

Janet Rieksts-Alderman
Managing Director, BRG's Global Capital Projects

Jeanhy Shim
President and Founder, Housing Lab Toronto

	Finance, audit & risk management committee	Stakeholder relations committee	Chairs committee	Investment, real estate, & Quayside committee
Mandate	Financial reporting, audit, enterprise risk management, and project risk management	Public engagement, communications, partnerships	Human resources, government relations, governance	Quayside, development projects, and real estate transactions
Chair	Janet Rieksts-Alderman	Sevaun Palvetzian	Helen Burstyn	Susie Henderson Mazyar Mortazavi
Other members	Susie Henderson Jeanhy Shim	Mohamed Dhanani Meric Gertler Jeanhy Shim	Susie Henderson Mazyar Mortazavi Sevaun Palvetzian Janet Rieksts-Alderman	Stephen Diamond Meric Gertler Michael Nobrega

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SECTION 4

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OUR PLAN FOR 2019–2023:
BUILDING A CONNECTED WATERFRONT THAT BELONGS TO EVERYONE

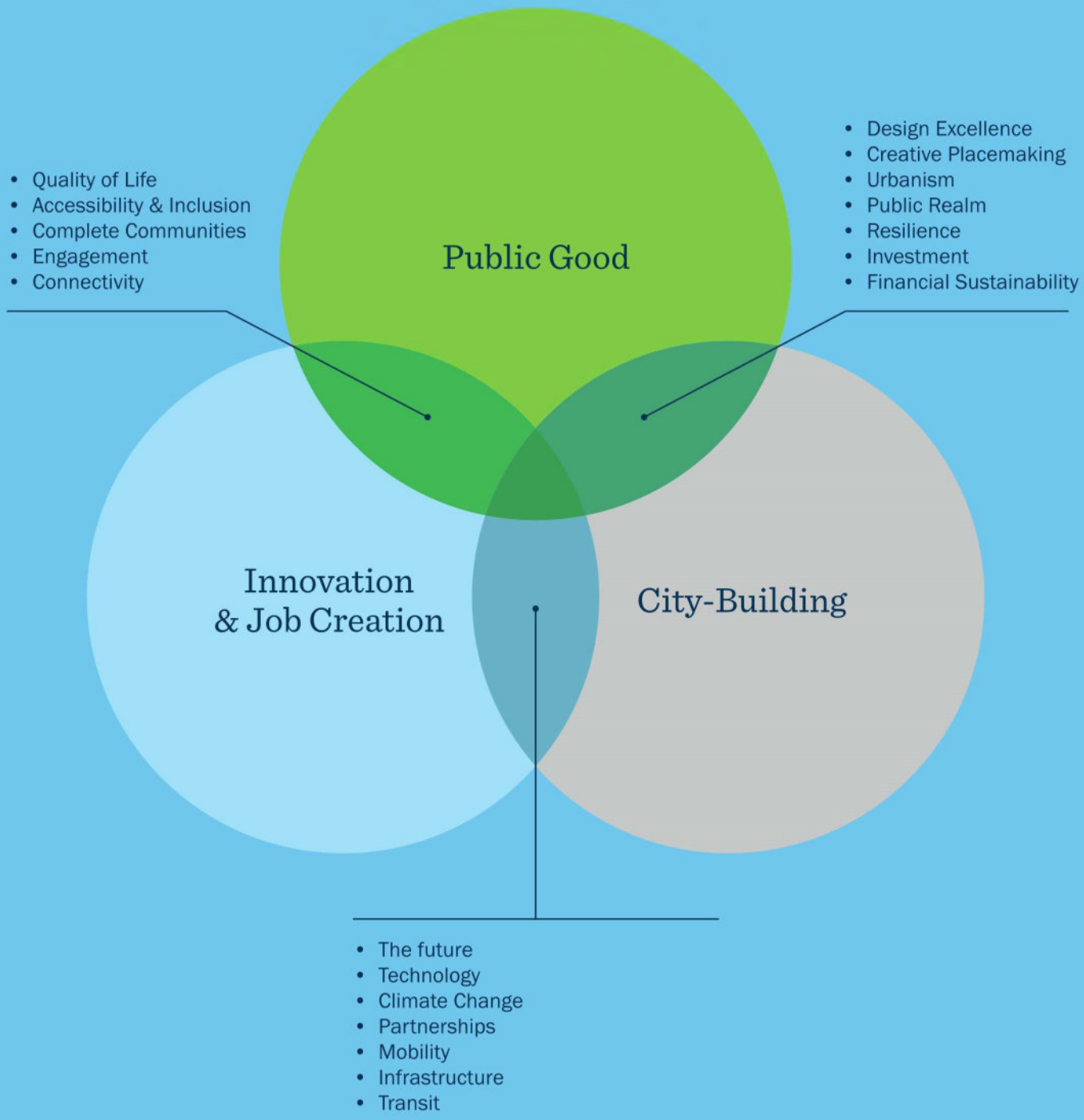
Since Waterfront Toronto was created, we've delivered more than four dozen capital projects on the lands along the lake—transforming almost 100 hectares of underutilized space into active urban places. Although our projects are diverse, they're all powered by our expertise in city-building, our focus on innovation and job creation and our unwavering commitment to the public good.

This section summarizes the projects we plan to deliver over the next five years. Some are already underway. Others will break ground during the life of this plan. And still others are areas of new potential—ideas and possibilities we intend to explore with our stakeholders and the public as we continue to work together for a vibrant, prosperous, and connected waterfront.

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Our Core Committments

Enhancing the Social, Economic and Cultural value of the waterfront



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Waterfront Toronto has built a reputation for creating public spaces that quickly become local favourites. The key ingredient of projects like Sugar Beach (above) and Corktown Common (right) is thoughtful design informed by meaningful public consultation.

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Our Strategic Priorities

Over the next five years, Waterfront Toronto will advance four strategic priorities that build upon our mandate and explore the potential of the waterfront to not only build prosperity and enhance life in Toronto, but to contribute to the urgent global conversation about how to create better cities. Three of these priority areas are long-standing and foundational to our organization and mandate:

01

City-Building / Already a thriving and diverse global centre, Toronto remains one of the most exciting city-building opportunities on earth. Over the next five years we are delivering initiatives that address core issues such as affordability, mobility and connectivity, sustainability and the resilience of the built environment.

02

Public Good / At the heart of everything Waterfront Toronto does is an unwavering commitment to public good, which is reflected in our vision—one connected waterfront that belongs to everyone—and in our strong focus on public engagement. We work hard to be transparent and accountable, while actively seeking public input to ensure that we're improving quality of life and the well-being of people and communities across every project we deliver.

03

Innovation and Job Creation / We are part of a worldwide community of practice that's using cutting-edge building methods, groundbreaking urban design, talented people and emerging technology to provide critical infrastructure and to support more sustainable ways of living. Through smart planning and effective partnerships, we're creating more jobs and unlocking the enormous economic value of the waterfront.

During our 2019–2024 planning horizon, we will pursue a fourth, enabling priority in order to build our capacity to pursue the three priorities just described.

04 Enabler

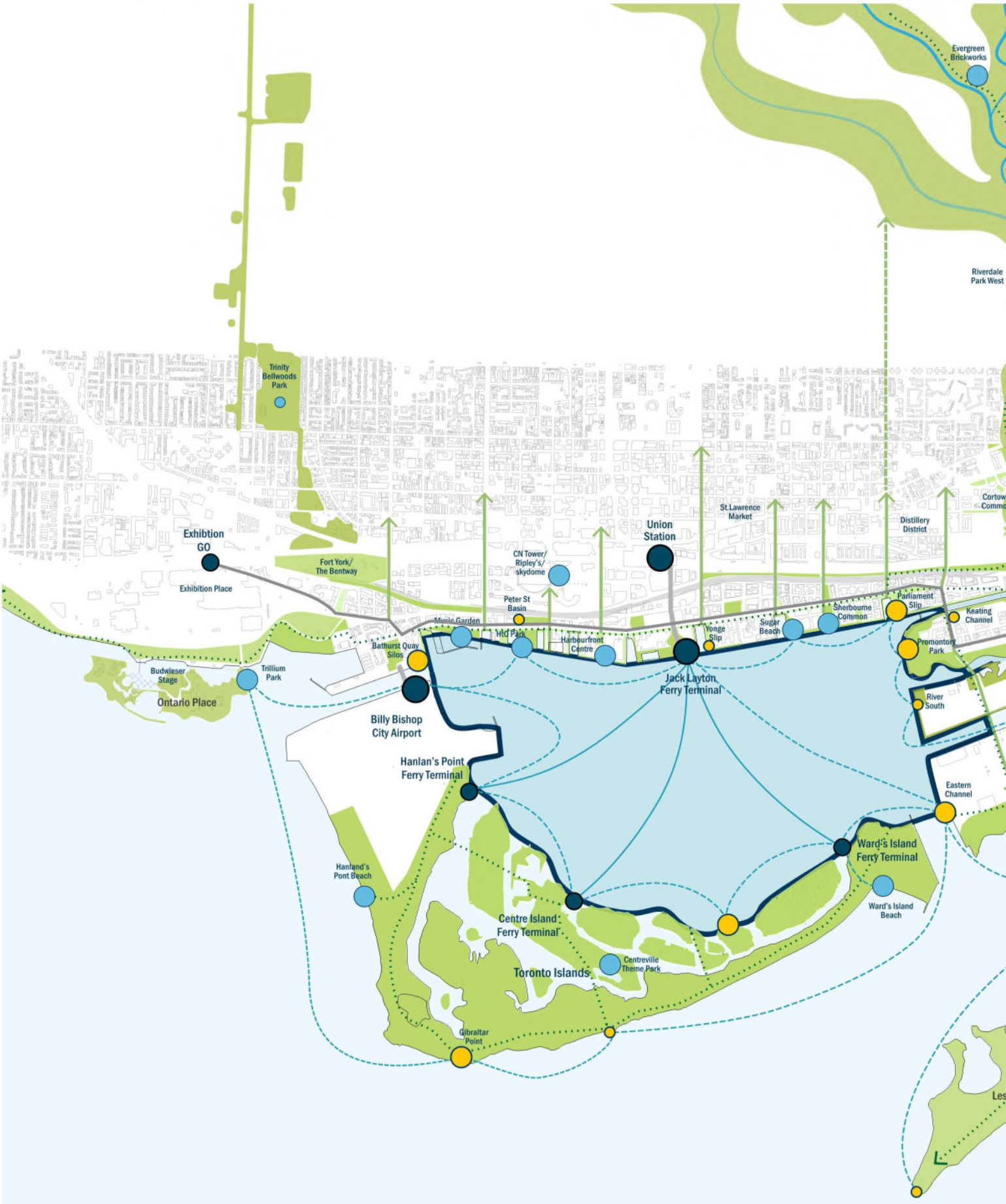
Financial sustainability / Over this next phase, Waterfront Toronto will pursue new partnerships and philanthropic support. We will foster new collaborations to advance our city-building mission, to engage new partners in waterfront revitalization and to benefit the public—all while diminishing our reliance on government investments.

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The revitalized Queens Quay is the first route in Toronto whose design aligns with the City's Complete Streets Guidelines. Complete streets are carefully planned to be safe for everyone: people of all ages and abilities, and people who walk, bicycle, take transit, or drive.

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More Connections to More Destinations

Our vision is one connected waterfront that belongs to everyone. Successful waterfronts around the world tend to share at least one key ingredient: waterfront promenades that connect people to great places and activities. Toronto's waterfront already has some elements of a great promenade: boardwalks, bike paths, parks and ferry service to the Toronto Islands. But connectivity around and across the harbour remains limited.

The goal of the next five years is to leverage the framework of connections around the harbour as a foundation for longer-term evolution. All of the projects outlined in this five-year strategic plan are oriented toward filling in gaps in the ring of destinations and connections that surround the harbour—whether by creating new parks, equipping emerging neighbourhoods with high-quality infrastructure, expanding the potential for travel on land or across the water, or creating inviting new destinations. These new projects will move Toronto's waterfront to the next level of revitalization, unlocking its potential and affirming Toronto's position as a leader in city-building, urban design, sustainability, resilience and quality of life.



DESTINATIONS

- Existing
- Emerging/Future

CONNECTIONS

- Inner Harbour Loop (Proposed Enhanced Pedestrian Access)
- Existing Transit Hub
- Existing Ferry System
- Potential Waterborne Tranportation Routes
- Waterfront Trail System

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The Port Lands / Flood Protection for Prosperity, Resilience and Sustainability

The Port Lands flood protection initiative is our single largest target for investment over the next five years, and an urgent contribution to the prosperity and well-being of Toronto. First, this work will protect a large number of existing assets from flooding: affected areas include parts of Leslieville and South Riverdale. Second, it will create prosperity by unlocking the development potential of 290 hectares of prime land; this area has been previously unavailable for development due to its extreme vulnerability to flooding. And third, it will improve the natural environment around the Don River and create new opportunities for residents and visitors to connect with nature, wildlife and the lake.

Our work in the Port Lands involves extensive soil remediation and earthmoving work around the mouth of the Don River, which will dramatically enhance the area's resilience to extreme weather. Projections indicate that a $1.25 billion public investment in flood protection—made jointly by the governments of Toronto, Ontario and Canada—will add $5.1 billion in economic output to the Canadian economy, create 51,900 full-time years of employment and generate $1.9 billion in government revenue. The Insurance Board of Canada has stated that these investments in flood protection "will make this community safer for residents and stronger for economic growth."

PAST: In June 2017, the municipal, provincial and federal governments affirmed a shared $1.25-billion public investment in the Port Lands flood protection project. Since that time, Waterfront Toronto has undertaken planning and design work, tested methodologies for soil remediation, and analyzed engineering techniques for the ambitious earthmoving initiative.

PRESENT: Work on Cherry Street Lakefilling began in 2017, including lakefilling, marine landscaping and dockwall reconstruction. In early 2018 we undertook survey work to inform final designs and the construction approach, as well as demolition and site preparation. Excavation and soil remediation will begin in the winter of 2018–19. We will also work to finalize designs for the streets, bridges, parks and other infrastructure that will serve the future Villiers Island community and connect it to the mainland.

FUTURE: Over the next five years, the area around the mouth of the Don River will be transformed. The foundations for development of new places to live and work on Villiers Island will take shape—including new transit connections and cycling facilities. New parks and natural habitats will connect the Port Lands to a 195-hectare network of greenspaces through the GTA's ravine system. The project will be complete in the final year of this plan: 2023/2024.

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[F]lood protection radically alters the river's environmental health, as well as the linear industrial geography of the Port Lands and therefore the destiny of the city. It is a project for the ages that will deservedly draw the attention of the world's great cities.

—

John Lorinc, Spacing Magazine, June 29, 2017

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Waterfront Toronto is truly walking the talk on how to build a healthy, sustainable neighbourhood. Their significant infrastructure investments and world class parks and public spaces are making East Bayfront Toronto's next great district. We're thrilled to have been able to work with Waterfront Toronto on our 'City of the Arts' community and we're looking forward to moving our Head Office into this vibrant new neighbourhood."

—

Mitchell Cohen, President and CEO Daniels Corporation

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Complete Communities / Planning and Partnering to Build Strong Foundations for New Neighbourhoods

Through careful planning and effective partnerships, Waterfront Toronto optimizes the use of large parcels of land available for development along the waterfront. We work as master planners, developing detailed precinct plans that ensure new neighbourhoods include the supports and amenities people and businesses need to thrive over time. In addition to housing and commercial space, new waterfront neighbourhoods benefit from high-quality infrastructure, services like child care and elder support, and transportation links to the rest of the city. After developing comprehensive plans for smart development, we partner with developers, businesses, community agencies and governments to bring the plans to life.

This plan anticipates $186 million in investments toward the planning and development of complete communities along the lake. Notable projects that are underway today or expected to commence over the next five years include the development of a complete-community plan for the neighbourhood that will eventually exist on Villiers Island; extending the Queens Quay revitalization work eastward to Parliament Street; completing infrastructure such as roads, stormwater systems, and dock reinforcements for the new Bayside and Dockside neighbourhoods; and further extending (through Bayside) the Water's Edge Promenade —a walkway that's substantially increasing public access to the water while improving mobility along the shore.

PAST: Waterfront Toronto has laid the foundations for several thriving neighbourhoods—like East Bayfront (22.3 hectares) and the West Don Lands (32 hectares; see pages 6-7). We've also laid important groundwork on waterfront transit: completing environmental assessments for transit to East Bayfront, the West Don Lands and the Port Lands, and collaborating on transit planning with the City of Toronto, the TTC and other agencies.

PRESENT: Today we're working with development partners to obtain municipal approvals and building permits for several new residential buildings, including a $200 million, 296,000 square foot mixed-use development with Anishnawbe Health Toronto that includes a community health centre, a hotel and purpose-built market rental units. Meanwhile, an earlier collaboration is coming to fruition as Monde, a $320 million, 476,000 square foot residential building designed by Moshe Safdie, prepares for occupancy in early 2019.

FUTURE: The completion of key infrastructure including sewers, pipes, and a new Sanitary Pumping Station are important parts of our work in the near term. More broadly, we'll continue working with our partners to realize holistic visions for waterfront neighbourhoods. For instance, the Waterfront Innovation Centre, part of a growing technology corridor by the lake, began construction in 2018; we're beginning to work with our development partner Menkes to manage leasing arrangements for this innovative facility.

The splashpad at Corktown Common. The park is an active, year-round gathering place in the West Don Lands neighbourhood.

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Public Places / Inviting Parks and Destinations That Connect People and Neighbourhoods

Waterfront Toronto creates great parks and public spaces that respond to local needs and strengthen the broader urban fabric by connecting communities with their neighbours, including across potential barriers like underpasses and rail lines. Guided by meaningful public consultation and a strong commitment to design excellence, our parks have not only earned numerous awards but quickly become beloved local gathering places. The strength of our record on public spaces has also attracted new partners and supporters. For example, as community groups, philanthropists and the City of Toronto began to conceive plans for The Bentway, they decided to engage Waterfront Toronto for help realizing their vision for this innovative linear park based on the success of public spaces we'd created in other waterfront districts.

Our current five-year strategy allocates a total of $56 million for work on public places. This funding will go toward completing work on two new waterfront parks—York and Rees Street Parks, which will add a combined 1.74 hectares of green space near an increasingly populated stretch of Queens Quay—and toward the substantial completion of the construction of The Bentway's pedestrian and cycling bridge. This funding envelope will also support the completion of enhancements to the Jack Layton Ferry Terminal; we're creating a more appealing and functional entrance plaza that's better able to accommodate growing traffic at the facility. This phase of work is fully funded and we're on track to complete it over the next year. We've also developed a vision for a more extensive modernization of the ferry terminal, a separate phase of work that's currently unfunded (see "New Potential" on page 53).

PAST: To date we've created or improved 25 hectares of parks in waterfront districts. Our projects have included Sherbourne Common, Corktown Common, The Bentway, Sugar Beach, extensive improvements to the Martin Goodman trail, among many others.

PRESENT: This year we held successful design competitions for the York and Rees Street Parks, selected successful designs, and started work on creating these badly needed green spaces. We are also poised to complete planned enhancements to Jack Layton Ferry Terminal.

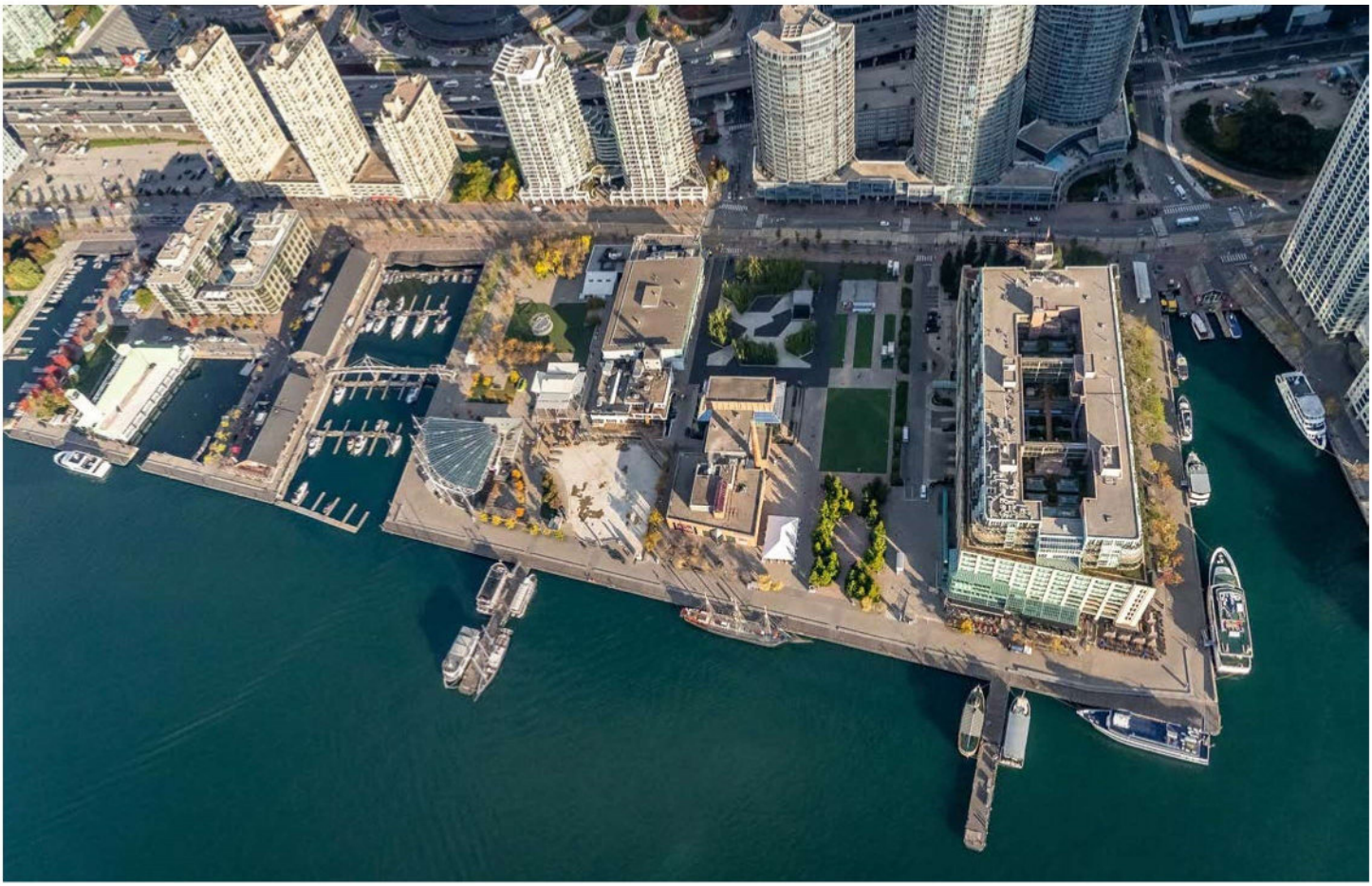
FUTURE: Over the next five years, we'll continue to roll out our internationally recognized public art program and respond to partnership requests on new parks and promenades. We also hope to engage partners and supporters to realize new public places by the lake (see New Potential sections on pages 52–55) that will further enhance mobility and public enjoyment along the waterfront.

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RIGHT: *Underpass Park, a Waterfront Toronto project, was featured in a 2017 exhibition at New York's Cooper Hewitt Smithsonian Design Museum that focused on inclusive city-building. The curators chose this as an example of collaborative design that responds to community needs.*

BELOW: *Waterfront Toronto's public realm work is strengthening connections around the harbour in many ways—with increased pedestrian access, new parks that make the landscape more inviting and improved marine infrastructure to support waterborne transportation.*





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Public Places / New Potential

NEW POTENTIAL / An opportunity to boost mobility and enhance greenspace

Jack Layton Ferry Terminal and Harbour Square Park. Robust ferry systems define cities like Stockholm, Sydney and San Francisco. They link visitors to destinations, workers to jobs and residents to the region. In Toronto, the Jack Layton Ferry Terminal serves an important but limited function: it is constrained by the size of the ferries and the terminal structure. Built in 1972, the current terminal is increasingly stressed by the growing demand for trips to the islands—and expanding service cannot be easily supported. In partnership with the City of Toronto, Waterfront Toronto launched an international design competition to establish a compelling vision for an expanded Jack Layton Ferry Terminal and the park surrounding it. In collaboration with City of Toronto Parks, Forestry and Recreation division, Waterfront Toronto plans to study potential funding and financing models that could realize this vision while limiting the demands on municipal funding.

NEW POTENTIAL / A continuous walkway that connects people and places

Waterfront Walk. Our work to date has already dramatically expanded the number of places where people can reach the water's edge: on promenades, on playful structures like the WaveDecks at Queens Quay, or on the nearly six kilometres we've added to the Martin Goodman Trail. One of our most exciting opportunities over the next five years is to close the gaps in this growing series of lakeside pedestrian routes: to lead the design and construction of a continuous Waterfront Walk, running from the Portland Slip in the West to the Parliament Slip in the East. This cohesive promenade along the water's edge would make the shore even more active and inviting, and would help the waterfront as a destination continue on its evolution toward becoming vastly more than the sum of its parts. We've already conducted preliminary research on exceptional waterfront promenades in cities around the world. When we invited the public to identify what the top priorities for Toronto's future waterfront should be, a continuous promenade was the top answer, with over 44% of respondents prioritizing a better connected waterfront. Over the course of this plan we will pursue discussions with relevant public agencies including City of Toronto Parks, Forestry and Recreation and other potential partners about how to work together to realize this vision.

A continuous Waterfront Walk would offer pedestrians an unbroken route along the downtown lakeshore, dotted with destinations to pause and enjoy—like this candy-striped granite rock at Canada's Sugar Beach, near the foot of Jarvis Street.

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Public Places / New Potential (continued)

NEW POTENTIAL / A destination playground for fun and healthy development

Destination playgrounds, immersive play environments for children that emphasize engagement with local ecosystems, are increasingly popular in urban regeneration movements. Their attraction is explained partly by a growing body of evidence affirming that nature play can have a powerful positive effect on children's health and development. Notable examples of the destination playground form include a facility in Christchurch, New Zealand, a cornerstone of the city's recovery plan after the 2011 earthquake, and Maggie Daley Park in Chicago. Waterfront Toronto envisions a 3.6-acre destination play area with distinct zones tailored to children at different developmental stages —and we see clear potential to begin working toward this vision over the life of this strategic plan. The City of Toronto Parks, Forestry and Recreation division is keenly aware of the value of—and the public's interest in—the destination playground model; we're collaborating to explore bringing a unique version of the form to Toronto. Waterfront Toronto and the City of Toronto will work together to seek alternative funding to create a new favourite place for children by the lake.

NEW POTENTIAL / A distinctive structure to anchor and animate the surrounding public realm

Signature structure. Exceptional waterfronts often feature unique structures that become icons of their cities. The best of these structures—the Sydney Opera House is a prime example—come to define their waterfronts, anchoring local economic and cultural activities while communicating a unique identity to the world. There are several waterfront sites that have the visibility and scale suitable for a signature building or structure that would provide a magnetic gathering place, activate the surrounding public realm and catalyze new economic clusters. Over the next five years, Waterfront Toronto plans to assess the potential for a signature structure on the waterfront: consulting the public and potential partners to determine the appetite for such a project, what form it might take and where financial capacity might exist to bring it to life. One possibility for a landmark structure could be an innovative sustainable building that houses a centre of excellence in a distinct field or discipline— for instance, in the growing ecosystem of science, biomedical, environmental, human and social sciences. This site could be an architecturally significant building that also showcases Canadian leadership in an important area. Other possibilities—such as bridges or unique connective structures—could perform a different role but make important contributions to the dynamism and connectedness of the waterfront.

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New Potential

A rendering of one possible approach to the Destination Playground project at Promontory Park (see facing page for project description), a new park planned for the western tip of Villiers Island.

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Next-Generation Sustainable Communities / Working at the Intersection of Green Innovation and Inclusive City-Building

Waterfront Toronto has a record of innovation when it comes to new neighbourhoods along the lake. A decade ago we introduced Minimum Green Building Requirements to ensure that new developments on the waterfront would lead the way on sustainable design; these standards have since won international awards and been recognized as a landmark in Toronto's evolution toward a greener built environment. In 2005 we created Toronto's first independent design review panel, gathering leading experts and city-builders to ensure that waterfront revitalization projects would work together to create beautiful, visually coherent neighbourhoods along the lake. Today, at Villiers Island, a new Port Lands district currently in its planning stages, we're striving to create one of the world's first climate-positive neighbourhoods.

Quayside is our most recent exploration of what an innovative community by the lake can be. The neighbourhood has the potential to create a precedent-setting approach to building sustainable, inclusive and prosperous communities. Building on the strength of Toronto's already-thriving tech sector, Waterfront Toronto is also working to create a global hub for a new industry focused on urban innovation—an emerging field that is capable of developing smart, scalable ideas to improve the quality of city life not only in communities across Toronto but in urban centres around the world. Waterfront Toronto's partnership with technology and other firms is just one example of what's possible for Waterfront Toronto as the corporation explores new ways to leverage advanced materials, entrepreneurship, intellectual property and partnerships to draw new revenue models and funding channels.

The Waterfront Innovation Centre, a 350,000 square foot office and retail facility now under construction at 125 Queens Quay East. According to Urban Toronto, this Menkes development, the majority of its space already leased, will "support the emergence of East Bayfront as a prime waterfront live-work-play community within minutes of Union Station."

PAST: Innovation and sustainability have been central to Waterfront Toronto's city-building approach from our earliest projects. Indeed, our Minimum Green Building Requirements helped inform the standards that are now used across the City of Toronto.

PRESENT: We recently launched a new Resilience and Innovation Framework for Sustainability, the next chapter in our continually evolving approach to green city-building. We're also working with Sidewalk Labs to explore the possibilities of a community where advanced technology supports the outcomes —economic, social, and environmental— that matter to Canadians.

FUTURE: Waterfront Toronto will receive a Master Innovation and Development Plan (MIDP) from Sidewalk Labs early in 2019, proposing an approach to the revitalization of Quayside. We'll consider this plan against our established evaluation criteria, and in consultation with government stakeholders and the public. We expect to issue a decision on whether to proceed with the plan by the end of 2019. If our Board of Directors approves the plan, we'll begin work on implementation agreements amid continued consultation with all stakeholders. Implementation would be subject to municipal approvals, as well as federal and provincial regulations.

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SECTION 5

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Waterfront Toronto has a record of achieving strong results with the public resources entrusted to us and of managing public investments with efficiency and transparency. This section presents an overview of the resources that will fuel our work over the next five years, and lays out the capital investments we expect to make as we deliver the next phase of waterfront revitalization. The pages that follow also outline some of the structures that guide our work—such as our risk management framework and our performance measurement system—and help us to ensure that our organization is positioned for resilience, accountability and success.

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Business Model and Funding

This strategic plan covers the period from April 1, 2019 to March 31, 2024. Over the next five years Waterfront Toronto anticipates government funding contributions totalling roughly $1.1 billion and land contributions in kind totalling $86 million, as well as $92 million in revenues from sources such as leases and land sales, for a total of approximately $1.3 billion from fiscal 2019/20 through 2023/24.

Waterfront Toronto will invest this funding in key infrastructure related to its priority initiatives: The Port Lands flood protection initiative ($1.0 billion), Complete Communities ($186 million), Public Places ($56 million), Next-Generation Sustainable Communities (Quayside) ($10 million) as well as Strategic Initiatives and Other, such as office space, technology, and capacity, required to deliver these projects ($24 million). These planned investments total approximately $1.3 billion. Investments across these project areas support Toronto City Council-approved precinct plans and have been articulated in our past business and implementation plans.

We anticipate that these investments of public funds will yield returns that considerably exceed the original outlay. To date, through the business model described on pages 32 and 33, the $1.2 billion in public funds invested in our work have stimulated over $10 billion in new private-sector investment. Details on the economic benefits of our work are detailed in the Performance Measurement section on page 67. Key project milestones associated with our investments over the next five years, as well as financial plan details, are outlined in Appendix 1, which focuses on the next fiscal year (2019/20), and Appendix 2, which focuses on the full five-year planning horizon (2019/20-2023/24).

Our access to a $40 million credit facility is a key financial foundation of this strategic plan, which optimizes the use of cash throughout multiple project lifecycles. This is an important capability because the timing of the funding and/or revenues we receive and the infrastructure investments we need to make do not always coincide. Waterfront Toronto will continue to use our borrowing access responsibly, with full accountability to governments.

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5-Year Outlook

Waterfront Toronto has already received funding commitments from governments for the work described above: the Port Lands flood protection initiative, and the continuation of approved projects related to Complete Communities and Public Places (see pages 48 to 51). By the conclusion of our five-year planning period in 2023/24, we expect these projects to be 98% complete.

In addition to our core, funded projects, we've identified four new initiatives that are consistent with our mandate and for which we see considerable potential for new partnerships and private philanthropic support. Three of these projects (Destination Play, Waterfront Walk, and Jack Layton Ferry Terminal and Harbour Square Park) would fall under our "public places" project portfolio; the fourth (Signature Structure) would be a potential anchor for a complete community and economic cluster. The realization of these projects would require $400 million over ten years. While the four "New Potential" projects are currently unfunded, our plan is to source initial new funding to complete initial business cases and feasibility studies prior to proceeding further.

Waterfront Toronto plans to develop new capacity in fundraising and partnerships beginning in fiscal 2019/20. A vital first step in this work was realized in 2017 when we obtained Qualified Donee status from the Canada Revenue Agency under the Income Tax Act. This new status will enable us to work alongside our partners at the City of Toronto to connect with the growing number of institutions and private donors who are enthusiastic about directing philanthropic investments toward civic placemaking projects and the public realm. We'll undertake this new partnership and philanthropy work based on shared values and principles, and with the aim of developing an appropriate funding/fundraising model that diminishes our reliance on government funding and realizes new opportunities that advance our mission.

The five-year outlook summarized in this document may change; any revisions to the funding and investment mix expressed in this strategic plan will be reflected in future documents, including the one-year plans that we'll continue to publish annually. The next such corporate plan is forthcoming in December 2019. The areas Waterfront Toronto understands to be most subject to change include:

- *Implementation of Quayside MIDP.* This Rolling Five-Year Strategic Plan is currently limited to the evaluation of a Master Innovation and Development Plan (MIDP). The implementation of the MIDP and the approval by Toronto City Council of a Business and Implementation Plan are not reflected in this plan as they are not yet defined.
- *Waterfront transit.* Government plans are not finalized, and therefore our potential planning and coordination role in the delivery of transit by the lake is uncertain.
- *Villiers Island implementation.* Similar to Quayside, a Business and Implementation Plan will be required for the new neighbourhood on this city-owned parcel of land and will also be subject to approval by Toronto City Council.

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Five-Year Investment Plan

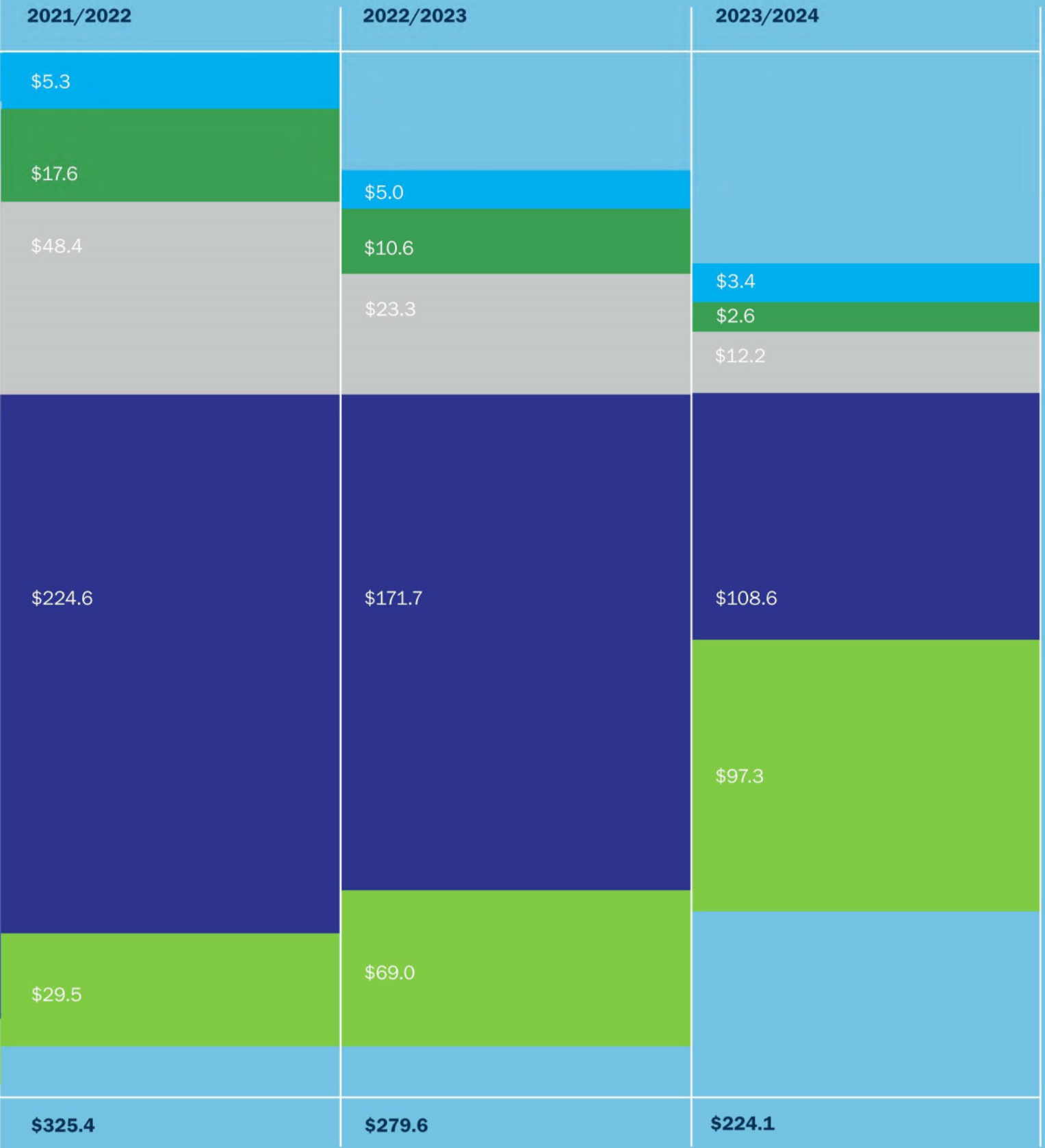
Complete figures underlying this visualization of our planned investments over th

	2019/2020	2020/2021
Strategic Initiatives/Other	$5.6	$5.1
Public Places: York & Rees Street parks, public art, ferry terminal upgrades, The Bentway	$13.2	$12.0
Complete Communities: master planning, civic infrastructure, and environmental work	$50.8	$51.3
Next Generation Sustainable Communities: master innovation and development plan for Quayside	$10.4	
Port Lands: flood protection and related infrastructure	$245.1	$264.7
New Potential: currently unfunded; see pages 52 to 55		$9.8
Total Investment Plan	**$325.1**	**$342.9**

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e next five years are in Appendix 2.

Figures are in millions



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Corporate Operating Costs

Waterfront Toronto acts as a project delivery agent for the three orders of government. The responsibilities and obligations of each government and of Waterfront Toronto are defined under contribution agreements or delivery agreements that cover specific projects and initiatives. Under these agreements Waterfront Toronto is typically contracted to plan and build municipal infrastructure assets; once these assets are complete, they're transferred to the City of Toronto to own and maintain.

In carrying out this role, Waterfront Toronto incurs corporate operating costs related to our staff team and contractors, office space, technology (basic office tools as well as specialized project management and financing software), communications (which includes public engagement activities such as town halls, as well as outputs like our website and annual reports), and transparency and accountability (for instance, internal and external audits and fees for experts on our oversight bodies such as the Capital Independent Monitor for the Port Lands and the Design Review Panel).

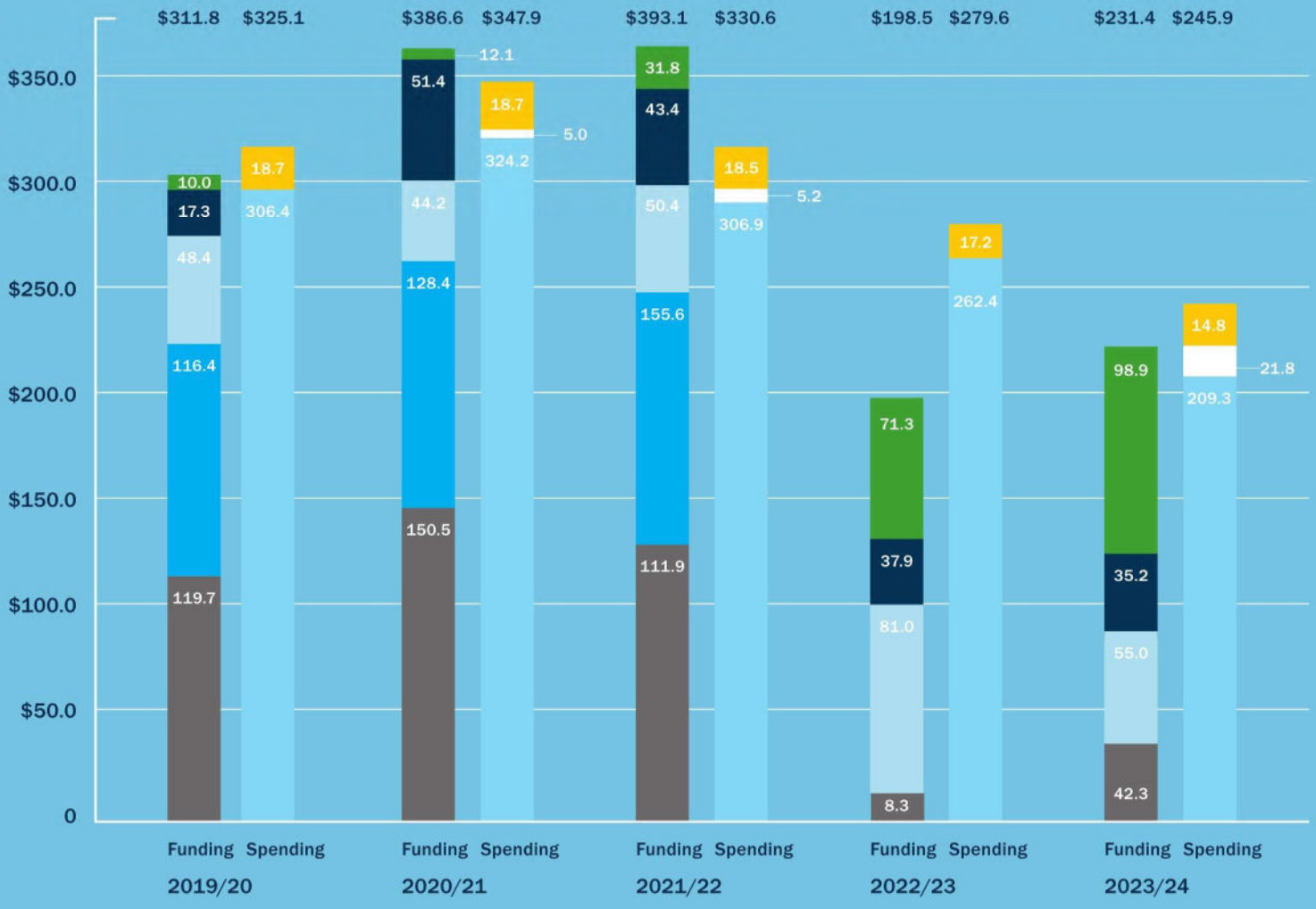
These expenditures, which directly support the projects Waterfront Toronto delivers, represent about six percent of the total direct capital expenditure under our management. In the past, the costs associated with Waterfront Toronto's project delivery work have not been fully covered through our funding agreements with governments and the shortfalls have been covered from revenue streams, such as land sales and property rental income. One objective of this plan is to move toward funding arrangements in which Waterfront Toronto can recover the full project management costs required to achieve the results governments task us with delivering.

Corporate Operating Costs	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
Operating Expenditure (OpEx)	$ 18.70	$ 18.70	$ 18.50	$ 17.20	$ 14.80
Capital Expenditure (CapEx)	$ 306.40	$ 324.20	$ 306.90	$ 262.40	$ 209.30
Total Expenditures	**$ 325.10**	**$ 342.90**	**$ 325.40**	**$ 279.60**	**$ 224.10**
% OpEx of CapEx	**6%**	**6%**	**6%**	**7%**	**7%**

Figures are in millions

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Waterfront Toronto's funding and spending mix 2019/20–2023/24



Non Gov
Canada
Ontario
Toronto
Unfunded
OpEx
CapEx
Reserve

Figures are in millions

The chart above summarizes Waterfront Toronto's funding and expenditure mix over the next five years. The visualization illustrates:

- that the vast majority of our planned expenditures are direct capital investments (94%)
- our strategic objective of diversifying our funding sources beyond governments
- planned expenditures that are currently unfunded are mainly all "New Potential" projects
- the planned creation and maintenance of a contingency reserve of at least $25 million. We intend to use funds from the sale of Waterfront Toronto-owned land to create this fund, and hold the resources in reserve as a program level contingency and to cover any costs (e.g. those associated with ending lease agreements and other contracts) that may arise in the eventual completion and/or cessation of our mandate.

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Resilience, Risk Management, and Accountability

Waterfront Toronto navigates a complex business environment in order to implement its revitalization work, which involves a range of major infrastructure projects, as well as diverse partners and stakeholders. This business environment presents a number of significant risks associated with individual capital projects, as well as those that affect the entire enterprise.

We manage and mitigate these risks by applying an Enterprise Risk Management (ERM) framework developed by the senior management team and internal committees, and approved and overseen by our Board. The overall objective of the ERM framework is to ensure that Waterfront Toronto can identify and mitigate key risks associated with the Corporation's ability to achieve its strategic objectives.

The ERM framework applies the widely used "three lines of defence" approach to risk management and control, assigning clear roles and responsibilities to:

1. risk owners (in particular, the project and financial managers) who execute projects and operational functions on a day-to-day basis;

2. entities that oversee risk, including the Corporation's Enterprise Risk Taskforce, Program Management Office, and Technical Advisory and Peer Review Panels; and

3. assurance mechanisms, such as Waterfront Toronto's internal audit function and independent capital monitor role, both designed to ensure that risk management systems and controls are working effectively.

The first two lines are directly accountable to Waterfront Toronto's senior management. The third line is accountable to the Board and the Finance, Audit, and Risk Management Committee, as well as to senior management. This separation of roles not only enhances accountability by clarifying responsibilities, it helps to reveal and address blind spots to ensure that Waterfront Toronto is proactively identifying and managing risks.

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Measuring Waterfront Toronto's Performance

Performance measures have been in place at Waterfront Toronto for a number of years to assess our economic, social and environmental achievements in relation to our mission and mandate. We report on our performance regularly through annual reports and our Corporate Social Responsibility reporting, which uses Global Reporting Initiative (GRI) guidelines—global best practice for reporting on a range of economic, environmental and social impacts. Using the Integrated Performance Framework, we communicate our enterprise level operating and project delivery outcomes to our Board, management and government stakeholders as well as the wider public.

The Integrated Performance Framework is composed of concrete measures across a range of dimensions that indicate our success or failure in delivering meaningful results and outcomes for the people of Toronto, Ontario and Canada. We've been publicly reporting our indicators and outcomes for a number of years using a consistent framework.

As we embark on a new five-year strategic plan, Waterfront Toronto is refreshing our Integrated Performance Framework to align it with the initiatives and priorities in this document. We have designed our refreshed framework to be:

- *Complete and Relevant:* indicators cover all seven elements of our legislated mandate; these indicators were selected for their relevance to the policy priorities set by the government stakeholders.
- *Measurable and Reliable:* wherever possible we use performance indicators for which objective, accurate and quantitative data are available. We seek out indicators that are tracked consistently over time to allow the analysis of longitudinal trends.
- *Understandable:* we select and define our performance indicators so they're clear and easily understood by the general public, as well by representatives of our government stakeholders and industry partners. Where possible, we adopt benchmarks that are widely used in development and city building.
- *Mutually Exclusive:* we use performance indicators that independently measure elements of Waterfront Toronto's mandate and operations to avoid double-counting.

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Success for Waterfront Toronto is:		Waterfront Toronto will measure success by:	Actual 2001-2017	Annual Target 2019/20	5 Year Target 2019-2023
1. Enhancing economic value • Waterfront Toronto will create new employment opportunities during the development of waterfront lands • Waterfront Toronto developments will lead to new businesses on the waterfront that will provide ongoing employment opportunities • The developments on the waterfront will lead to increased taxes for all three governments and contribute economic value for the Canadian economy	**1.1**	Jobs: Full time years of employment during construction	14,100	2,000	10,800
		Jobs: Full time years of ongoing employment	5,000	N/A — 5 year measure	5,000
	1.2	Taxes: New taxes to City, Provincial and Federal governments	$848 M	$75 M	$373 M
	1.3	Total economic value added to the economy	$1,900 M	$200 M	$1,100 M
	1.4	Labour Income	$1,100 M	$140 M	$724 M
2. Enhancing social and cultural value • Waterfront Toronto will be a world leader in design excellence and waterfront planning that will make Canadians proud of the Toronto waterfront • Waterfront Toronto will develop spaces that are accessible to all income levels	**2.1**	Number affordable housing units developed	496	80	729
	2.2	Number of market housing units developed	1,767	553	3,133
	2.3	Number of design awards	90	5	25
	2.4	Number of new permanent public art installations	9	1	7
	2.5	Percentage of projects with Design Review Panel support at the end of the design review process	100%	100%	100%
3. Creating an accessible and active waterfront for living, working and recreation	**3.1**	Acres of new parks and public spaces	77	2	31
	3.2	Kilometers of new trails and pedestrian connections (PATH; walkways, bridges; enhanced crossings)	17	-	13
	3.3	Number of events on the waterfront	74	>10	>50
4. Implementing a plan in a fiscally responsible manner • Waterfront Toronto will work within the funding provided and will continuously search out new revenue sources to support the development of the waterfront • Waterfront Toronto will use thorough processes to set and manage the project budgets	**4.1**	Percentage of competitive procurements by dollar value	New measure	>95%	>95%
	4.2	Percentage of projects over $10 million completed within 5% of budget (in the last five years)	95%	90%	90%
	4.3	Percentage of projects over $10 million completed within six months of original schedule (in last five years)	New measure	90%	90%
5. Implementing a plan in an environmentally responsible manner • The developments on the waterfront will meet the needs of the present without compromising the ability of future generations to meet their own needs • Waterfront Toronto will develop its plans for the waterfront with a focus on the resilience of the surrounding environment	**5.1**	Number of acres committed to climate positive	82.7	82.7	82.7
	5.2	Intelligent & Connected Extent of broadband coverage (number of people with access)	New measure	N/A — 5 year measure	9,328
	5.3	Biophilic square metres of aquatic habitat created	119,173	120,000	120,000
	5.4	Biophilic meters of waterfront access	5,840	2,700	13,567
	5.5	Human Experience-Drive Average distance to access transit	500m	500m	500m

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Success for Waterfront Toronto is:	Waterfront Toronto will measure success by:		Actual 2001-2017	Annual Target 2019/20	5 Year Target 2019-2023
6. Financially self-sustaining designated waterfront area • Waterfront Toronto's enabling works will mean that the residential and commercial developments are financially feasible for private developers, without government support	**6.1**	Increase in residential sales prices per square foot	New Measure	N/A — 5 year measure	2%
	6.2	Total population (residents, students, workers)	6,300	3,200	16,000
7. Promoting and encouraging involvement of the private sector • Waterfront Toronto will assist other Canadian businesses succeed through partnerships	**7.1**	Number of new development and/or strategic partnerships cultivated	30	2	15
	7.2	Private sector dollars invested in waterfront developments	$10 billion	$0.5 billion	$3 billion
	7.3	Value of philanthropic, corporate sponsorship, non-government sourced contributions	$25 million	>$nil	$206 million
8. Encouraging public input • Waterfront Toronto will foster public trust in its current and planned activities • Waterfront Toronto will build public awareness of its past, current and planned activities	**8.1**	Number of digital media hits	New measure	>500	>2,500
	8.2	Number of public and/or stakeholder meetings held	>324	>20	>100
	8.3	Number of media (i.e. radio, tv, print, online) references to Waterfront Toronto and its initiatives	New measure	2,500	>10,000
	8.4	Number of times Waterfront Toronto staff have presented at conferences and industry events	New measure	100	400
	8.5	Number of public meeting attendees self-identifying as residing outside the designated waterfront area	New measure	25%	25%

Note: Waterfront Toronto will update the above performance measures related to its legislative mandate annually through its subsequent Corporate Plans and also formally report back on achievements in its Annual Report issued in June each year.

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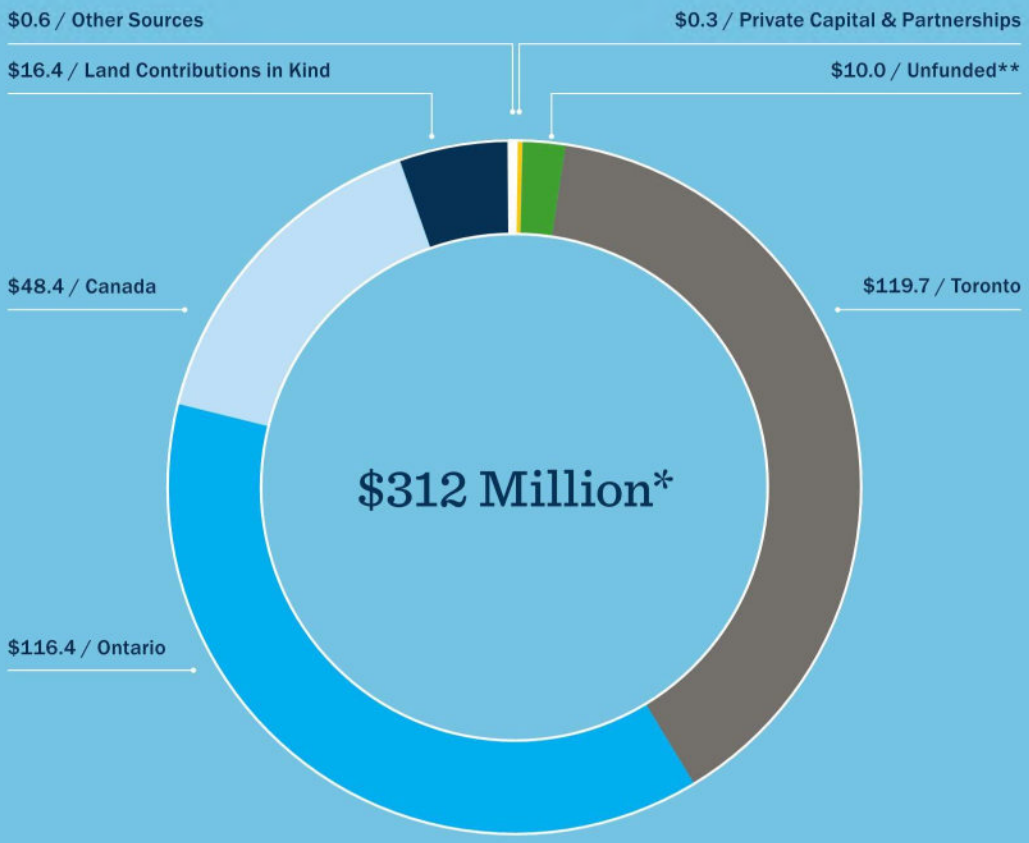
Appendix 1: 2019/20 Key Milestones & Financials

Major Milestones		2019/20 Budget
The Port Lands	• Complete design for three bridges (Cherry Street North, Cherry Street South and Commissioner Street bridge) • Commence deep soil mixing for project site • Commence site preparation and demolition works	$245
Complete Communities	**Bayside** • Complete construction for Aitken Place Park • Select non-profit operator for affordable housing site **Stormwater and sanitary sewer infrastructure** • Complete concrete building shell and install treatment equipment for Stormwater Facility (SWF) • Final commissioning of Sanitary Pumping Station on permanent power • Construct in-water pipe for SWF **Queens Quay East Revitalization** • Negotiate acquisition of land related to road realignment and associated approvals.	$51
Public Places	• York & Rees Street Parks: Complete detailed design • Jack Layton Ferry Terminal: Complete Implementation Strategy Plan • Implement one permanent public artwork as per the public art strategy, as well as 4-5 temporary public art activations • Substantial construction completion of the pedestrian and cycling bridge for The Bentway	$13
Next Generation Sustainable Communities (Quayside)	• Evaluate Master Innovation and Development Plan (MIDP) through Evaluation Framework • Execute Public and Stakeholder Engagement strategy on MIDP, including with governments • Prepare Business Implementation Plans (BIPs) as required for the MIDP and in support of municipal approval process Prepare and Negotiate Principle Implementation Agreements (PIAs) as required for the MIDP • Subject to approval of MIDP, initiate MIDP governance structure and PIAs as it relates to Real Estate, Infrastructure, Intellectual Property and Digital Governance	$10
Strategic Initiatives / Other	• Resiliency Assessment: Undertaking study to assess future climate risks and ongoing stresses • Build new corporate capabilities and competencies in fundraising and partnerships • Provide ongoing core support for the Port Lands	$0.5 $0.5 $5
Total		**$325**

Figures are in $ millions

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Appendix 1: 2019/20 Funding Plan



Figures are in $ millions

***** The difference between total 2019/20 investments of $325 million and total 2019/20 funding of $312 million arises from work deferred from 2018/19 to 2019/20 with funding already in place in 2018/19.

****** The $10 million unfunded portion of the 2019/20 Plan relates to $7.6 million of costs associated with Quayside MIDP Development and $2.4 million of corporate operating costs, both of which will temporarily be funded with the Corporation's borrowing facility until future land sale revenues are realized.

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Appendix 2: Five Year Financials

	Budget	Forecast				
	Fiscal Year 2019/20	**Fiscal Year 2020/21**	**Fiscal Year 2021/22**	**Fiscal Year 2022/23**	**Fiscal Year 2023/24**	**Total Expenditures**
Priority Projects						
The Port Lands	**$ 245.1**	**$ 264.7**	**$ 224.6**	**$ 171.7**	**$ 108.6**	**$ 1,014.7**
Flood Protection Landform	146.6	141.5	126.3	89.9	75.5	579.8
Roads and Services	31.7	47.0	45.6	43.0	14.9	182.2
Bridges	51.4	64.8	29.9	15.8	2.5	164.4
Parks and Public Realm	15.4	11.4	22.8	23.0	15.7	88.3
Complete Communities	**$ 50.8**	**$ 51.3**	**$ 48.4**	**$ 23.3**	**$ 12.2**	**$ 186.0**
Queens Quay East Revitalization	14.8	15.7	26.1	10.5	-	67.1
Other East Bayfront Public Realm	1.7	13.4	14.8	2.6	12.2	44.7
Bayside Infrastructure	11.4	10.9	5.4	9.1	-	36.8
Storm Water and Sanitary Sewer Infrastructure	15.8	2.7	0.5	0.2	-	19.2
Other	6.0	4.8	0.7	0.3	-	11.8
Quayside Soil & Environmental Management	1.0	1.1	0.9	0.6	-	3.6
Dockside Infrastructure	0.1	2.7	-	-	-	2.8
Public Places	**$ 13.2**	**$ 12.0**	**$ 17.6**	**$ 10.6**	**$ 2.6**	**$ 56.0**
York and Rees Street Park	3.7	8.6	10.7	5.3	0.1	28.4
Public Art	1.1	2.1	6.9	5.3	2.5	17.9
The Bentway	8.0	1.0	-	-	-	9.0
Jack Layton Ferry Terminal	0.4	-	-	-	-	0.4
Other	0.0	0.3	-	-	-	0.3
Next Gen Sustainable Communities	**$ 10.4**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 10.4**
Quayside MIDP Evaluation	10.4	-	-	-	-	10.4

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	Budget	Forecast				
	Fiscal Year 2019/20	**Fiscal Year 2020/21**	**Fiscal Year 2021/22**	**Fiscal Year 2022/23**	**Fiscal Year 2023/24**	**Total Expenditures**
Priority Projects						
Strategic Initiatives/Other	**$ 5.6**	**$ 5.1**	**$ 5.3**	**$ 5.0**	**$ 3.4**	**$ 24.4**
Non Recoverable Corporate Overhead	4.6	4.6	4.6	4.6	3.4	21.8
Innovative and Sustainability Initiatives	0.5	0.4	0.7	0.4	-	2.0
Other Initiatives	0.5	0.1	-	-	-	0.6
Subtotal—Priority Projects	**$ 325.1**	**$ 333.1**	**$ 295.9**	**$ 210.6**	**$ 126.8**	**$1,291.5**
New Potential Projects						
Signature Structure	-	-	10.0	30.0	40.0	80.0
Waterfront Walk	-	4.5	9.0	18.0	27.0	58.5
Jack Layton Ferry Terminal & Park	-	4.0	8.0	16.0	24.0	52.0
Destination Play at Promontory Park	-	1.3	2.5	5.0	6.3	15.1
Subtotal—New Potential Projects	**$ -**	**$ 9.8**	**$ 29.5**	**$ 69.0**	**$ 97.3**	**$ 205.6**
Grand Total	**$ 325.1**	**$ 342.9**	**$ 325.4**	**$ 279.6**	**$ 224.1**	**$ 1,497.1**

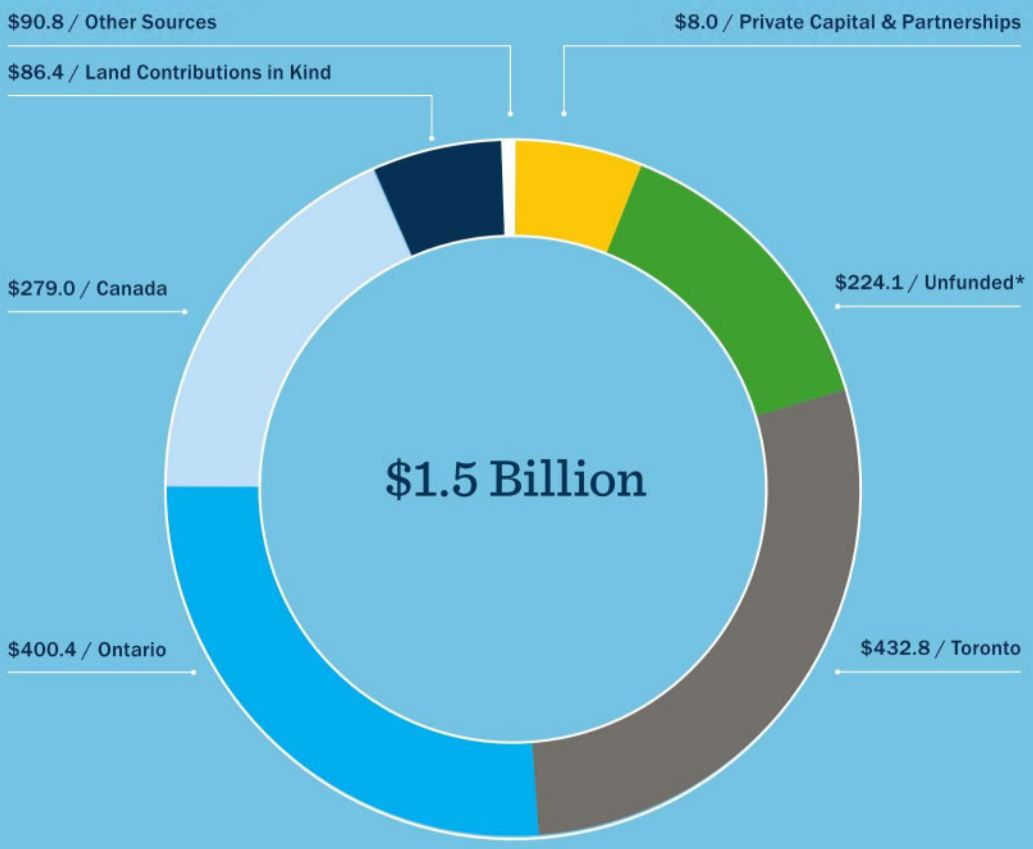
Figures are in $ millions

Note: The budget and forecast numbers above are inclusive of the annual corporate operating budget figures outlined in Appendix 3. Corporate operating costs are charged to projects based on direct staff hours required to deliver the project using a full cost recovery hourly rate. Full cost recovery hourly rates are determined based on actual direct costs of staff in the Development, Project Delivery and Planning & Design business units, together with a burden rate for indirect, core support costs such as occupancy costs, technology, audit fees, insurance, corporate communications and staff in core support roles such as accounting, finance, IT, legal and board governance, procurement and human resources.

As outlined on page 64, some projects do not currently have sufficient project funding to fully recover the indirect portion of the corporate operating cost, and as such Waterfront Toronto must use alternative sources of revenues to fund these.

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Appendix 2: 2019/20–2023/24 Funding Plan



Figures are in $ millions

***** The $224.1 million unfunded portion of the Five Year Strategic Plan comprises all of the New Potential Projects ($205.6 million) together with $11 million of corporate operating costs and $7.6 million of Quayside MIDP Evaluation costs. The New Potential Projects will not be initiated until funding has been secured for these projects. The remaining unfunded portion of $18.6 million will be temporarily funded with the Corporation's borrowing facility until future land sale revenues are realized.

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Appendix 3: Corporate Operating and Capital Budgets

		Budget	Forecast			
Corporate Operating Budget	**2018/19**	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
General and Office Administration	$ 1.4	$ 1.9	$ 1.9	$ 2.0	$ 1.8	$ 1.2
Accountability and Governance	0.4	0.4	0.4	0.4	0.4	0.4
Information and Technology	0.5	0.6	0.6	0.6	0.5	0.4
Human Resources	15.4	14.7	14.7	14.5	13.5	12.0
Public Engagement and Communication	0.6	0.6	0.6	0.6	0.6	0.5
Sub-total before Amortization	**$ 18.3**	**$ 18.2**	**$ 18.2**	**$ 18.1**	**$ 16.8**	**$ 14.5**
Amortization	$ 0.5	$ 0.5	$ 0.5	$ 0.4	$ 0.4	$ 0.3
Total Corporate Operating Budget	**$ 18.8**	**$ 18.7**	**$ 18.7**	**$ 18.5**	**$ 17.2**	**$ 14.8**
Corporate Operating Costs recovered from Projects	$ 14.2	$ 14.1	$ 14.1	$ 13.9	$ 12.6	$ 11.4
Corporate Operating Costs Funded by Other Sources	$ 4.6	$ 4.6	$ 4.6	$ 4.6	$ 4.6	$ 3.4
Total Corporate Operating Budget	**$ 18.8**	**$ 18.7**	**$ 18.7**	**$ 18.5**	**$ 17.2**	**$ 14.8**

Corporate Capital Budget	**2018/19** (revised)	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
Technology Infrastructure	$ 1.3	$ 0.3	$ 0.3	$ 0.3	$ 0.3	$ 0.3
Fascilities Improvement	0.6	0.3	0.1	0.1	0.1	0.1
Total Corporate Capital Budget	**$ 1.9**	**$ 0.6**	**$ 0.4**	**$ 0.4**	**$ 0.4**	**$ 0.4**

Figures are in $ millions

Note: By first quarter 2019/20 we expect all major upgrades such as the Enterprise Resource Planning system and the office space reconfiguration to be complete. As such, the Corporate Capital Budget in this Plan is focused largely on maintaining a state of good repair. These costs are amortized over a three year and five year period respectively, and this cost is reflected above in the Amortization line within the Corporate Operating Budget.

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Our Executive Team

Michael Nobrega
Interim President and CEO

Meg Davis
Chief Development Officer

Chris Glaisek
Chief Planning and Design Officer

David Kusturin
Chief Project Officer

Marisa Piattelli
Chief Strategy Officer

Lisa Taylor
Chief Financial Officer

Leslie Gash
Senior Vice President, Development

Julius Gombos
Senior Vice President, Project Delivery

Pina Mallozzi
Vice President, Planning and Design

Cameron MacKay
Vice President, Strategic Communications and Engagement

Kristina Verner
Vice President, Innovation, Sustainability, and Prosperity

Ian Beverley
General Counsel

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Infrastructure Canada

UNCLASSIFIED

SCENARIO NOTE TO THE DEPUTY MINISTER

MEETINGS BETWEEN DEPUTY MINISTER OF INFRASTRUCTURE AND COMMUNITIES AND FEDERAL APPOINTEES TO WATERFRONT TORONTO'S BOARD OF DIRECTORS

MEETING DETAILS

Ms. Janet Rieksts-Alderman

- **DATE/TIME**: Thursday, January 17th, 2019, at 1:00 p.m. (lunch meeting)
- **LOCATION**: Tractor, 151 Yonge Street

Ms. Jeanhy Shim

- **DATE/TIME**: Friday, January 18th, 2019, 9:00 to 10:00 a.m.
- **LOCATION**: The Spoke Club, 600 King St West, 4th floor

Mr. Mazyar Mortazavi

- **DATE/TIME**: Friday, January 18th, 2019, 11:30 to 12:30 p.m.
- **LOCATION**: The Soho House, 192 Adelaide Street West

Biographies of these federal board members are provided under **Annex A**.

PURPOSE

- To provide further context for your continued role as Chair of the Inter-Governmental Steering Committee (IGSC), these meetings provide an opportunity to exchange updates and views on Waterfront Toronto priorities as the New Year begins. [redacted]

HIGHLIGHTS/KEY CONSIDERATIONS

- Waterfront Toronto is a not-for-profit entity with an independent Board of Directors established under provincial legislation in 2001. The three orders of government each appoint four representatives to the Waterfront board. This group is independently responsible for overseeing the operations of the corporation, including the hiring of management and staff and delivering on development projects.

- A December 5, 2018 Ontario Auditor General value-for-money audit of Waterfront Toronto made several recommendations, including with respect to improving project management and government oversight of the corporation.

- Also in December 2018, Waterfront Toronto released its rolling 5-year Strategic Business Plan – endorsed by the Board of Directors – that covers the Corporation's

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objectives and plans to enhance the economic, social and cultural value of the land in the designated waterfront area.

- Key among the initiatives highlighted in the Plan is the Port Lands Flood Protection (PLFP) project which had its official groundbreaking ceremony in November 2018 (with INFC Minister Champagne in attendance). The PLFP project is expected to unlock 880 acres of waterfront land for future growth and development.

- Another important initiative underway by Waterfront Toronto is its partnership with Sidewalk Labs to develop a proposal for the creation a "smart community" within the Quayside acreage. Waterfront Toronto has pulled together experts under a Digital Strategy Advisory Panel (DSAP) to develop, with public input, key principles to guide any proposals around data collection, privacy and governance at Quayside. Waterfront and Sidewalk have also been undertaking broader public engagement on other aspects of the Quayside proposal, such as affordable housing and transportation.

- You may wish to hear from the federally-appointed Board members on how they see priorities unfolding for major projects, like Port Lands Flood Protection and Quayside, as well as institutional activities more generally – such as public engagement on key issues.

- One of your responsibilities as Chair of the IGSC is to support good governance of Waterfront Toronto through the intergovernmental management and coordination of matters related to the Toronto Waterfront Revitalization Initiative. You may wish to ask how the IGSC, as a coordinating body among governments, can further advance good governance objectives.

KEY BACKGROUND

The following summarizes the formal roles of the members you are meeting with:

- **Janet Rieksts-Alderman** [redacted] has stepped into the role of interim Board Chair following the departure of Helen Burstyn in early December. She also chairs the *Finance, Audit and Risk Management (FARM) Committee* that which includes overseeing the Port Lands Flood Protection Project; the *Chairs' Committee* that deals with HR management, governance, and government relations; and co-chairs the *ad-hoc CEO Search Committee* along with City-appointed member Susie Henderson.

- **Mazyar Mortazavi** [redacted] co-chairs along with Susie Henderson the *Investment, Real-Estate, and Quayside (IREQ) Committee* which includes oversight of the completion of the Master Innovation and Development Plan (MIDP) for Quayside. Mortazavi is also the Board liaison to WT's Design Review Panel.

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- **Jeanhy Shim** [redacted] participates on various Board committees as well as at many Waterfront Toronto-related events outside of regular Board meetings. This has included several recent public engagement events organized by both Waterfront Toronto and Sidewalk Labs on Quayside like the November 23rd Civic Lab on data governance and the December 8th Public Roundtable.

PROPOSED TALKING POINTS/PROPOSED QUESTIONS

General / Introductory

- We recognize the important work Waterfront is doing on important and complex files. In my role as IGSC Chair I am interested in ensuring that the three levels government coordinate their activities in a way that respects a strong bond between the Board and Waterfront management and that encourages good governance.

- I would welcome your views on how the IGSC, as an officials-level coordinating mechanism among the three orders of government, can help to foster these objectives.

Ontario AG Report

- The Ontario Auditor general's report sets out a number of recommendations. How would you prioritize the issues to be addressed going forward?

Port Lands

- I was pleased to see the Port Lands Flood Protection Project officially break ground in November. Through this project there are important investments that will unlock significant development opportunities for that area of the Toronto waterfront.

[redacted]

Quayside

- Quayside represents and innovative partnership between Waterfront Toronto and Sidewalk Labs.

- We look forward to the views of the Digital Strategy Advisory Panel and further public engagement on this file, and seeing how this is incorporated into the Master Innovation and Development Plan (MIDP).

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[redacted]

Waterfront Toronto oversight and resourcing

- I understand that the province is looking to fill the current provincial vacancies on the Board and that Janet Rieksts-Alderman has stepped into the role of interim Board Chair.

- While these appointments are pending, I understand there are sufficient Board members and quorum for the institution to carry on its work at a key time.

- In light of the direction set out by the Five-year Strategic Plan, how can the corporation ensure it has appropriate resources, expert staff, development and good governance to meet its mandate over time?

- As part of this, how do you see the process to recruit and hire a CEO unfolding?

- More generally, I would welcome any other views you would like to share, including how governments can provide coordinated support for Waterfront and the Board, while respecting the arms-length nature of the relationship.

Attachments:

Annex A – Biographies:
- Janet Rieksts-Alderman
- Mazyar Mortazavi
- Jeanhy Shim

Annex B – INFC summary of the Ontario Auditor General report

Annex C – 5-Year Corporate Plan

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Janet Rieksts-Alderman
Director, Waterfront Toronto



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Jeanhy Shim
Director, Waterfront Toronto



Appointed by the government of Canada in June 2017.

Jeanhy has been working in the real estate development industry for the past 25 years, providing strategic market analysis, advice and innovative solutions to leading developers, financial institutions, brokers and consultants in the Toronto GTA. Her experience spans the full spectrum of real estate development, including land acquisition, market research and analysis, product development, sales and marketing strategy, sales team management, customer service and post-construction service.

As a Vice President or Consultant, Jeanhy has been involved in over 100 residential projects across the Toronto GTA, as well as projects in other areas of Ontario, Canada and USA. In 2013, she also founded Housing Lab Toronto – an independent housing research think-tank dedicated to re-thinking how we grow our cities; and in 2015, she launched the Children's Discovery Centre pilot project - Toronto's first and only children's museum. The goal of the pilot was to demonstrate a growing need for family-friendly amenities as key part of our growing city, and based on its success, work is now underway to open a permanent, world-class children's museum in Toronto.

Jeanhy has a Master's degree from the London School of Economics and Political Science, and a B.A. from McGill University.

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Mazyar Mortazavi
Director, Waterfront Toronto



Appointed by the government of Canada in January 2017.

Mazyar Mortazavi, President and CEO of TAS, is a prominent Toronto city builder with a passion for community-based initiatives. As an entrepreneur for the public good, Mazyar operates on the philosophy that connected communities lead to more beautiful, resilient cities. With this passion for cities, he spearheads projects and initiatives that celebrate culture and art, prioritize sustainability, and foster positive neighbourhood relationships.

After receiving his undergraduate degree in Environmental Studies and Masters in Architecture from the University of Waterloo, Mazyar joined TAS, the family business. Over the past 16 years, he has applied a strong environmental and progressive approach to business earning TAS a B Corp certification and numerous project awards. Under Mazyar's direction, TAS is on the leading edge of change, developing beautifully designed residential and commercial buildings in multiple urban neighbourhoods.

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Ontario Auditor General (OAG) Value-for-Money Audit Report of Waterfront Toronto

OVERVIEW

The OAG report has 10 specific recommendations, four of which are directed at the Ontario Ministry of Infrastructure "in conjunction with partner governments." The other six are directed at Waterfront Toronto. Three overarching themes come out of the report for the consideration of governments.

The firstis withregard to WT's mandate. The OAG found that WT does not have enough of a mndate to carry out its activities, and has relied on the City of Toronto's Central Waterfront Secondary Plan as a guide for revitalization rather than creating its own master plan or large-scale vision. The OAG thus recommends that WT mandate be reviewed to ensure that it has the authority to do what it needs to do., and does not overlap with other entities that Waterfront mandates such as Ontario Place and CreateT.O.

The second theme has to deal with tightening the framework to guide funding decisions with respect to WT. In this respect the audit has pointed out the number (over 90) and complexity of individual contribution agreements struck over the first phase of revitalization. The OAG has also pointed to the seeming lack of a full dispute resolution mechanism afforded to government partners at the level of the IGSC. Lastly the audit points to the need to establish and monitor for broad corporate performance measures at the level of goals and objectives for WT. These would distinguish themselves from project-level performance targets typically found in transfer payment agreements between governments and the corporation.

The third theme has to deal with WT's project with Sidewalk Labs. The OAG makes observations with respect to the procurement process that led to the selection of SWL. Concerns of the OAG have to deal with the shortened timeframe respondents were given to respond compared to previous RFPs (six versus 10 weeks), and discussions WT had with SWL prior to the issuance of the RFP. Lastly, the OAG has noted the multitude of policy and regulatory and public concerns around the creation of Smart City and Toronto. As a result, the OAG recommends that further study be undertaken on these questions and that and advisory council be established to provide advice on the appropriate policy and legislative framework to put in place around a Quayside Smart City.

Main findings and specific recommendation of the OAG report are listed below.

A. MAIN FINDINGS

Mandate

- *Waterfront Toronto was not given ownership over the lands it was tasked to revitalize, and therefore the visions of those with ownership controlled the decisions over waterfront development. Waterfront*
- *Waterfront Toronto did not pursue more large-scale planning of the entire waterfront development.*
- *Waterfront Toronto's development mandate overlaps with other entities, which can cause development delays and duplication of effort.*

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Use of Government Funding

- *Governments provided funding on a project-by-project basis through complex funding agreements.*
- *The governments redirected $700 million (approximately 47%) of their original $1.5 billion in funding commitments to other agencies for other projects.*
- *Waterfront Toronto has not met its mandate of making development financially self-sustaining.*
- *Waterfront revitalization project costs exceeded initial estimates.*
- *Monitoring projects against budgets was difficult due to poor documentation.*
- *Waterfront Toronto provided poor oversight of those projects where it transferred funds to other organizations to conduct the development work.*

Port Lands Flood Protection

- *The upfront provision for consulting, operating and other costs and contingencies is significant (at $453 million) and amounts to 37% of the projected total.*

Sidewalk Labs Project

- *Waterfront Toronto communicated and provided information to Sidewalk Labs and other potential bidders prior to the issuance of the request for proposals (RFP).*
- *Unlike its previous operating practices, Waterfront Toronto did not adequately consult with any levels of government regarding the Sidewalk Labs project.*
- *Because the smart city site will likely be larger than the Quayside lands, even more attention will need to be given to addressing the significant public concerns with this project.*
- *The project has raised public concerns regarding data collection and use.*
- *Uncertainty exists about whether Waterfront Toronto and Sidewalk Labs will comply with provincial procurement obligations and the memorandum of understanding with the City of Toronto.*

B. SPECIFC RECOMMENDATIONS AND FORMAL RESPONSES

(The report contains six recommendations for Waterfront Toronto and four for the Ministry of Infrastructure (MOI), consisting of 36 action items. Recommendations for MOI are highlighted in red)

Mandate and Original Funding

Waterfront Toronto Conducted Limited Direct Development of Waterfront; Waterfront Toronto Had Limited Authority to Lead Revitalization

1. *To have Waterfront Toronto's mandate reflect the public and governments' vision for a revitalized waterfront, and so that it does not overlap with other entities' mandates in the future, we recommend the Ministry of Infrastructure, in consultation with partner governments:*
   - *conduct a review of Waterfront Toronto's mandate, focusing on defining clearly the role and authority necessary for it to play in revitalizing the waterfront for the remainder of its legislated term; and*

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- *clarify the roles and responsibilities of existing organizations such as CreateTO and the Ministry of Tourism, Culture and Sport, which may have overlapping mandates or interest in the revitalization of Toronto's waterfront.*

Ministry response: The Ministry acknowledges the importance of establishing clear roles between the levels of government and Waterfront Toronto in the development of Toronto's waterfront. The provincial government will discuss with its government partners the Auditor General's recommendations on a mandate review and on how best to clarify roles and responsibilities between relevant organizations.

The provincial government, along with the federal government and the City of Toronto, utilizes an Intergovernmental Steering Committee that jointly supports Waterfront Toronto to fulfill its mandate and to facilitate collaboration with other relevant parties. The Province has also actively engaged with relevant government partners to ensure decisions are made in alignment with other key initiatives.

The provincial government is working with government partners and Waterfront Toronto to develop an accord that will strengthen accountability and clarify the roles and responsibilities of each party. The Province, working with its government partners, will also consider these recommendations as it works with and reviews Waterfront Toronto's 2019–2023 Strategic Business Plan.

The provincial government will continue to work with its partners to support Waterfront Toronto in effectively delivering on its mandate and collaborate with other relevant agencies and corporations.

Actual Project Spending Exceeded Estimated Project Costs

2. *To deliver future projects, such as the flood protection of the Port Lands, on time, on budget and in accordance with the planned scope, we recommend that Waterfront Toronto:*
   - *consistently develop detailed project plans and cost estimates based on engineering and technical studies;*
   - *set budget and completion timelines for each component of the Port Lands flood protection project and other projects using the information and estimates it gathers through the engineering and technical studies; and*
   - *ensure all levels of government have signed off on project spending needs before commencement of a project.*

Waterfront Toronto Response: Waterfront Toronto supports the recommendation. Consistent with our current practices, which have been applied to the Port Lands flood protection project, Waterfront Toronto will develop detailed project plans and cost estimates based on design, engineering and technical studies for future projects. The overall budget of $1.25 billion and completion timeline of late 2023 for the Port Lands flood protection project was established in the October 2016 due diligence report, which was completed by a competitively procured team of multi-disciplinary professionals to

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create more certainty on the project's cost, schedule and risks prior to the funding commitment from governments.

Waterfront Toronto will set the budget and completion timelines for each individual component of the Port Lands flood protection project and other projects using the information and estimates it has gathered through design, engineering and technical studies at the 30% design drawing stage, in accordance with leading industry practice and will continue to do so for future projects.

Waterfront Toronto's current practice is to ensure a signed funding agreement with governments is in n place prior to the commencement of a project.

Difficult to Monitor Projects against Budgets Due to Poor Documentation; No Process to Guide the Review of Invoices

3. *To have the required systems and procedures in place to effectively manage the Port Lands flood protection project and other projects, we recommend that Waterfront Toronto:*
   - *complete the implementation of a project management information system to track project progress against budgets and timelines;*
   - *actively monitor change orders, investigate instances where cost trends suggest budgets may be exceeded and take corrective actions when necessary, such as modifying the scope of a project or simplifying its delivery to ensure project costs are within budget;*
   - *provide regular updates to senior management on project status with explanations for significant variations between budget and actual cost;*
   - *provide Board members with regular project progress updates, including comparisons to budgets and timelines, to enable them to exercise oversight;*
   - *provide the three levels of government with regular project progress updates, including actual-expense-to-budget information and timelines, to enable them to exercise their oversight;*
   - *develop and implement guidelines for the review of construction invoices, including appropriate and timely site visits; and*
   - *establish a file management, document and archival policy.*

Waterfront Toronto Response: Waterfront Toronto supports the recommendation. Waterfront Toronto is currently implementing a new Enterprise Resource Planning (ERP) system to enhance its ability to manage, monitor and report on projects—including project budgets and change orders, enhancing transparency and accountability, and increasing operational effectiveness and risk management. This system is expected to be operational in early 2019.

Waterfront Toronto's current practice in a situation of unavoidable cost that cannot be managed by the contingency is to:

- reduce project costs through value engineering or alter timelines without modifying project scope; and/or

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- if necessary, obtain approval to modify the project scope, through the deferral or elimination of non-critical project elements to ensure that the budget can be met.

In early 2018, Waterfront Toronto enhanced its project governance to create a formal Capital Program Management Office (CPMO) to streamline and strengthen controls related to project and program management.

The CPMO has developed new project oversight dashboard reports that will be used to provide regular updates to senior management, Board members and the three levels of government on project status and key risk areas, as well as budget, cost, scope and schedule variations.

In fall 2018, Waterfront Toronto improved the documentation related to its existing processes for the review of construction invoices, including appropriate and timely site visits by project cost certifiers.

Waterfront Toronto is currently developing a file management and document retention policy and anticipates adoption of this policy on or before December 31, 2019.

Waterfront Toronto Had Weak Oversight over Projects It Funded Other Organizations to Deliver

4. *To improve oversight of organizations receiving funding from Waterfront Toronto so that projects are delivered on time, on budget and in accordance with the planned scope, we recommend that Waterfront Toronto:*
   - *include project budgets and timelines for completion in formal agreements with recipient organizations;*
   - *approve projects and associated funding only after satisfying itself that the funds requested by recipient organizations are based on detailed and reliable budget estimates;*
   - *require and review quarterly project updates and reports from recipient organizations and follow up with the recipient organization in cases where there are risks of cost overruns;*
   - *provide Board members with regular project progress updates, including comparisons to budgets and timelines, to enable them to exercise oversight;*
   - *provide the three levels of government with regular project progress updates, including actual-expense-to-budget information and timelines, to enable them to exercise their oversight;*
   - *develop and implement processes for the review of contractor invoices provided by recipient organizations, including appropriate and timely site visits; and*
   - *establish a file management, documentation and archiving policy.*

Waterfront Toronto Response: Waterfront Toronto supports the recommendation. Waterfront Toronto has not entered into any new eligible recipient agreements in the past five years nor does it anticipate transferring any major funding to recipient organizations over the next five years.

Waterfront Toronto's current practice is to specify appropriate contract terms— including project budgets and timelines for completion— with all vendors (including those previously deemed to be "eligible recipients").

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Board members and the three levels of government will receive improved project budget, schedule and risk reports, including new dashboard reports referred to under **Recommendation 3.**

In fall 2018, Waterfront Toronto improved the documentation related to its processes for the review of construction invoices, including timely site visits by project cost certifiers.

Waterfront Toronto is currently developing a file management and document retention policy and anticipates adoption of this policy on or before December 31, 2019.

Waterfront Toronto Not Financially Self-Sustaining as Mandate Anticipated

5. *To further develop the waterfront area in a financially self-sustaining manner, we recommend that Waterfront Toronto create and implement a plan for making revitalization self-sufficient, which could include leveraging private-sector funding and revenue-generating sources such as corporate partnerships and philanthropy.*

Waterfront Toronto Response: Waterfront Toronto supports the recommendation. Waterfront Toronto has outlined its objective to leverage private-sector funding, corporate partnerships and philanthropy in its Strategic Business Plan 2019–2023. During this five-year period, Waterfront Toronto will create and develop a plan for making revitalization self-sufficient and less reliant on government funding. In 2017, Waterfront Toronto received qualified donee status from the Canada Revenue Agency, which allows it to receive donations and issue tax receipts.

Intergovernmental Steering Committee Does Not Have a Project Decision-Making and Dispute Resolution Framework

6. *To have effective communication and decision-making processes in place to support future revitalization of the waterfront, we recommend that the Ministry of Infrastructure in conjunction with its partner governments:*
   - *develop a framework to guide project-funding decisions; and*
   - *establish a formal dispute resolution process.*

Ministry Response: The Ministry agrees that effective communication and decision-making processes are key to support the revitalization of the waterfront.

The three levels of government utilize an Intergovernmental Steering Committee to collaborate and co-ordinate project funding decisions. The Terms of Reference of the Intergovernmental Steering Committee guides the decision-making process. The decision-making has also been guided by the requirements stated in the legislation and Contribution Agreements.

The Intergovernmental Steering Committee also acts as the dispute resolution mechanism for issues related to the development of Toronto's waterfront.

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Contribution Agreements for Waterfront Toronto projects contain measures to promote collaboration and procedures to resolve disputes.

The Port Lands flood protection project's Executive Steering Committee has also developed, in September 2017, dispute resolution mechanisms for issues specific to the delivery of the project and provides direction in relation to project management, planning and identified risks.

The Province is working with the government partners and Waterfront Toronto to develop an accord to strengthen accountability of each party and will consider these recommendations in the development of the accord.

Some Best Practices Not Part of Projects despite Multiple Overseas Trips to Learn About Waterfronts

7. *To successfully revitalize the remaining waterfront land, we recommend that Waterfront Toronto work with the three levels of government to consider incorporating in the Port Lands flood protection area and other projects best practices and lessons learned from past Waterfront Toronto revitalization projects, projects in other jurisdictions, and the features commonly associated with successful revitalization that Waterfront Toronto identified between 2003 and 2006 and in May 2018, such as large public spaces, more building height control, public access to the water's edge, festivals and cultural attractions.*

Waterfront Toronto Response: Waterfront Toronto supports the recommendation. Waterfront Toronto's current practice is to complete a lessons learned (post-mortem) workshop at the end of each major project, with the objective to apply those lessons to future projects.

As Waterfront Toronto develops its future strategic and annual corporate plans, it will incorporate the relevant and appropriate features commonly associated with successful waterfront revitalization.

Performance Measures and Targets Not Established

8. *In order for the three governments to be able to monitor and assess the progress and performance of Waterfront Toronto and its future revitalization projects in the Port Lands and other projects, we recommend that the Ministry of Infrastructure, in conjunction with its partner governments and the Intergovernmental Steering Committee:*
   - *develop a set of performance measures and targets that are linked to Waterfront Toronto's legislated objectives;*
   - *require Waterfront Toronto to publicly report on its performance against the targets set in these objectives at least annually; and*
   - *regularly encourage public input from the broader population, not just local waterfront residents, into the development of the waterfront area.*

Ministry Response: The Ministry of Infrastructure agrees that performance measures are essential to the monitoring and assessment of projects.

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The Province is currently working with its government partners and Waterfront Toronto to develop an accord to strengthen accountability of each party and will further consider how to address the recommendation of the Auditor General, including performance measures and targets that are linked to Waterfront Toronto's legislative objectives, public reporting and engagement.

The Province, along with its government partners, is working with Waterfront Toronto as it develops performance measures linked to its legislative objectives through its 2019–23 Strategic Business Plan.

Port Lands Flood Protection

Planning and Development of the Port Lands

9. *To manage the development of the Port Lands with due regard for economy, we recommend that Waterfront Toronto:*
   - *produce detailed construction cost estimates for each of the 23 component projects of the flood protection for review by the funding governments;*
   - *report quarterly on progress against these budgets; and*
   - *assess the effectiveness of its work on reducing the impact of construction risks, which could otherwise increase the final cost of flood protection.*

Waterfront Toronto Response: Waterfront Toronto supports the recommendation. Waterfront Toronto has completed detailed construction cost estimates for each of the 23 component projects to a 30% design drawing level. These estimates will be reviewed by the funding governments through the Port Lands Executive Steering Committee and Infrastructure Canada Port Lands Project Oversight Committee in accordance with the terms of the tri-partite contribution agreement.

Through its dashboard reporting framework, Waterfront Toronto will formally report on progress against these budgets on a monthly basis and will provide this information to the Waterfront Toronto Board and three levels of government on at least a quarterly basis. Waterfront Toronto has engaged a third-party expert risk consultant for the Port Lands flood protection project whose responsibility is to document and assess the impact of construction risks on the project. Waterfront Toronto management and the entire project team, with support of a Capital Peer Review Panel, identify and review project risks on a monthly basis. Through this process, mitigation strategies are identified to reduce the impact of construction risks on the project.

Smart City Project with Sidewalk Labs

Waterfront Toronto Enters into Agreements with Sidewalk Labs without Sufficient Due Diligence and Provincial Involvement; Further Questions Remain about the Smart City Project after the Second Agreement

10. *It is important to protect the public interest and ensure responsible and transparent integration of new digital technology within urban design when creating a mixed-used smart city. Due to the nature, complexity and potential long-term impacts from the initial establishment of digital data*

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infrastructure planned for Toronto's waterfront in the form of a smart city (the first of its kind in Canada), we recommend that the provincial government, in consultation with partner governments:

- *conduct further study on the activities of Waterfront Toronto and Sidewalk Labs in the planning and development of the smart city in Quayside and the broader waterfront area;*
- *reassess whether it is appropriate for Waterfront Toronto to act on its own initiative in making commitments and finalizing a long-term partnership arrangement with Sidewalk Labs or whether a separate governance structure is needed that allows for more direct provincial oversight;*
- *establish an advisory council comprised of smart city/digital data infrastructure experts (e.g., information technology, privacy, legal, consumer protection, infrastructure development, intellectual property and economic development) to provide proactive advice on the development of a policy framework to guide the establishment of a smart city in Ontario;*
- *conduct public consultations to consider in the development of a policy framework for a smart city in Ontario;*
- *consult throughout government on the roles and responsibilities government ministries and agencies could have during the development, implementation and operation of a smart city;*
- *to protect the public's interest, establish the policy framework, through legislation, for the development of a smart city in Ontario that addresses: intellectual property; data collection, ownership, security and privacy; legal; consumer protection issues, infrastructure development and economic development; and*
- *communicate openly and transparently with the public on what to expect from a smart city project.*

Ministry Response: The Ministry welcomes the recommendation from the Auditor General and is committed to protecting the personal privacy of Ontarians. The Province recognizes the importance of the issues and concerns around digital governance and data privacy.

Although Digital Governance Framework Principles have been included in the Plan Development Agreement between Waterfront Toronto and Sidewalk Labs, we acknowledge that there are broader public interest issues around privacy, legal, consumer protection, infrastructure development and intellectual property that could arise from the creation of the first smart city in Canada that the Province needs to study from a provincial government policy framework perspective.

Waterfront Toronto has indicated that it plans to enter into a Master Innovation and Development Plan (MIDP) with Sidewalk Labs in 2019. The Province will work in conjunction with its partner governments to study the issues surrounding the creation of a smart city in Toronto to determine whether any new or amended provincial and/or federal legislation and/or municipal bylaws and/or government policies will be needed to protect the public interest prior to the MIDP being signed.

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December 6, 2018



WATERFRONToronto

Waterfront Toronto / Rolling Five-Year Strategic Plan / Past · Present · Future

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The Opportunity for Toronto, Ontario, and Canada

Toronto is at a critical juncture. It has a strong and diversified economy, a thriving cultural life, and has earned a growing international reputation as a welcoming destination for visitors and new immigrants. At the same time, like other cities around the world Toronto is working to address an array of challenges associated with economic inequality, affordability, mobility and environmental sustainability.

The challenges many cities face today are products of their growth and success. Urbanization is major a global trend: 55% of humanity already lives in cities, and the UN projects that this figure will reach 68% by 2050. The Greater Toronto Area is home to nearly half of Ontarians (48.3%), a share that's expected to keep growing. Toronto's assets and systems —from housing to roads to transit—are strained precisely because so many people want to live and work here.

In addition to facing challenges associated with its growth, Toronto is navigating trends that are shaping life across many jurisdictions. Toronto's neighbourhoods have become more fractured along lines of income and identity. Opportunities related to technological and economic change have been unevenly distributed. Variations in social capital and trust leave some residents at increased risk of isolation. And extreme weather is becoming more frequent, raising concerns about the resilience of our built environment.

Over the next five years, Toronto—and by extension Ontario and Canada, whose economies and reputations are tied to their largest city—has an opportunity to address some of the pressing urban problems of our time, growing economically while thriving socially and culturally. The waterfront is the place where communities and city-builders are bringing some of their best ideas to life. The past 15 years have shown that with meaningful public engagement as well as thoughtful leadership and investment, urban places can be transformed from sites of industrial aftermath to centres of economic, social and cultural success.

Today, with government partners and other stakeholders, Waterfront Toronto is working to build a connected waterfront that belongs to everyone: a leading example of innovative and inclusive urban design, a magnet for investment and job creation, and a source of pride and inspiration for Canadians.

To create a waterfront that supports the outcomes that matter to Canadians we're thinking and building at the intersections of innovation and job creation, city-building and public good.

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Located at the heads of three slips along Queens Quay, the WaveDecks are functional urban docks that have helped to turn a cramped sidewalk into a generous, accessible public promenade. Since they opened in 2008, the WaveDecks have earned nine urban design awards.

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CONTENTS

SECTION 1 /
The Waterfront Story So Far 4

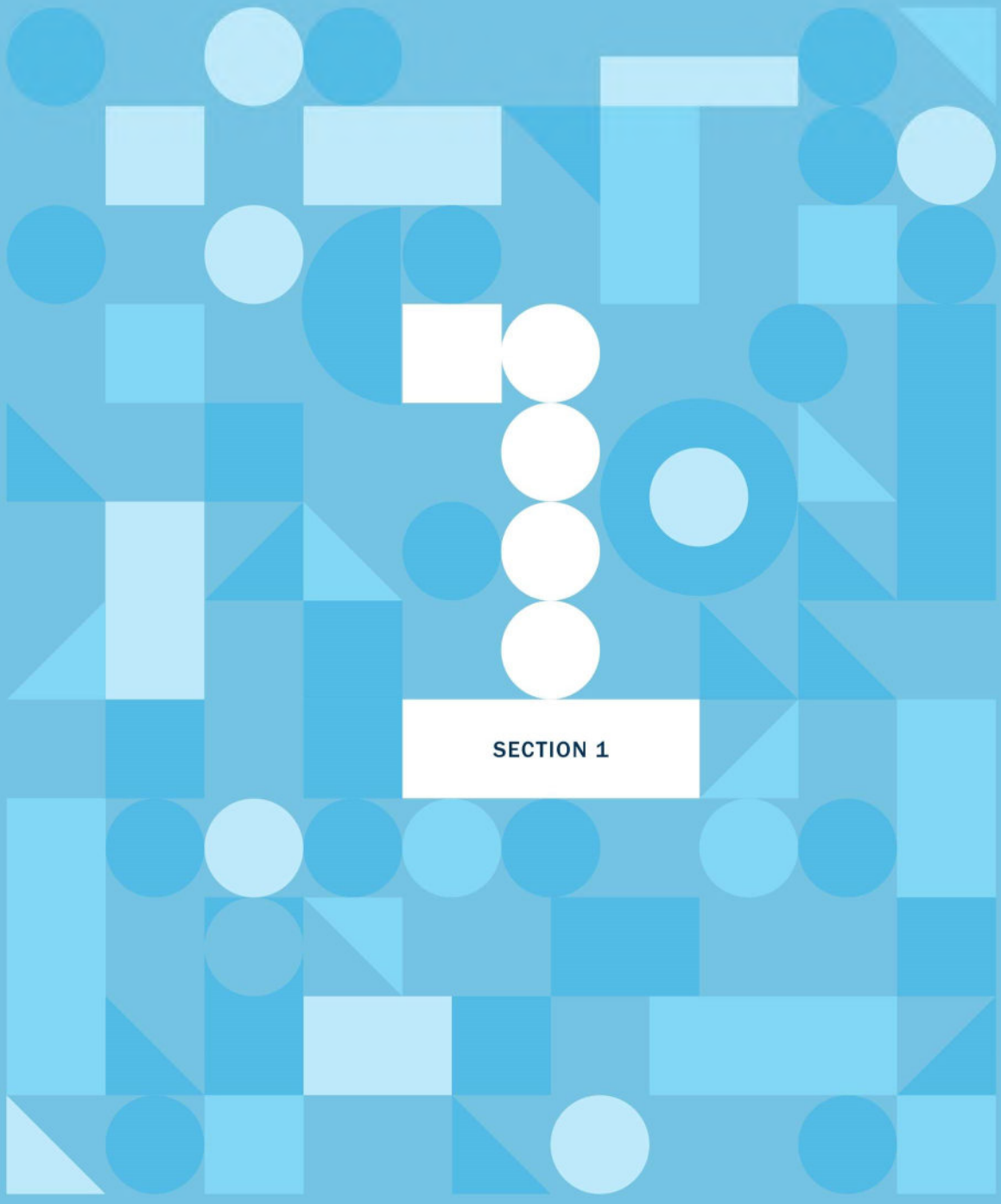
SECTION 2 /
Executive Summary 16

SECTION 3 /
Who We Are and How We Work 24

SECTION 4 /
Our Plan for 2019/20–2023/24 38

SECTION 5 /
Financials and Performance Measurement / Appendices 1-3 58

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THE WATERFRONT STORY SO FAR

Waterfront Toronto came together in 2001 to tackle big issues along the waterfront that only powerful collaboration across all three orders of government could solve.

The governments of Toronto, Ontario and Canada laid out a clear and ambitious mandate for Waterfront Toronto: to enhance the economic, social and cultural value of waterfront lands, and to create an accessible and active waterfront for living, working and recreation. Governments directed Waterfront Toronto to deliver these outcomes with a high degree of fiscal and environmental responsibility; in partnership with the private sector; with active public engagement and participation; and in a way that would ultimately make the continued growth and revitalization of the waterfront self-sustaining.

The pages that follow offer an overview of our work to date, and the substantial progress we've made in transforming the lands by the lake into one vibrant and connected waterfront that belongs to everyone.

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New Neighbourhoods

The West Don Lands, pictured here, is one of several new neighbourhoods whose development Waterfront Toronto has enabled.

In 2001, this 32-hectare tract of land was underutilized, and contaminated from past industrial use. We began by remediating the soil and crafting a community-informed master plan for the area, including plans for high-quality infrastructure and public spaces. This foundational work made the West Don Lands an attractive target for private-sector investment, enabling us to take parcels of land to market and earn a profit for taxpayers.

As private developers got to work on new residential and commercial buildings—designed and constructed according to our rigorous sustainability requirements—Waterfront Toronto partnered with Infrastructure Ontario and others to make sure the neighbourhood would include affordable housing, social services, and neighbourhood assets—in this case a YMCA.

Today, this area is home to thousands of people and many successful local businesses. In 2017/18 the West Don Lands won an Urban Land Institute Global Award for Excellence and was praised as, "a global showcase of city-building...that's for and about the people it serves."



Public transit on Cherry Street. Transit and active transportation are priorities in our neighbourhood planning. We aim to situate transit stops no more than 500 metres from residential developments and major workplaces.

Corktown Common. This active park has been hailed as "Toronto's best new public space." Since 2003, Waterfront Toronto has created 25 hectares of new parks and public spaces.

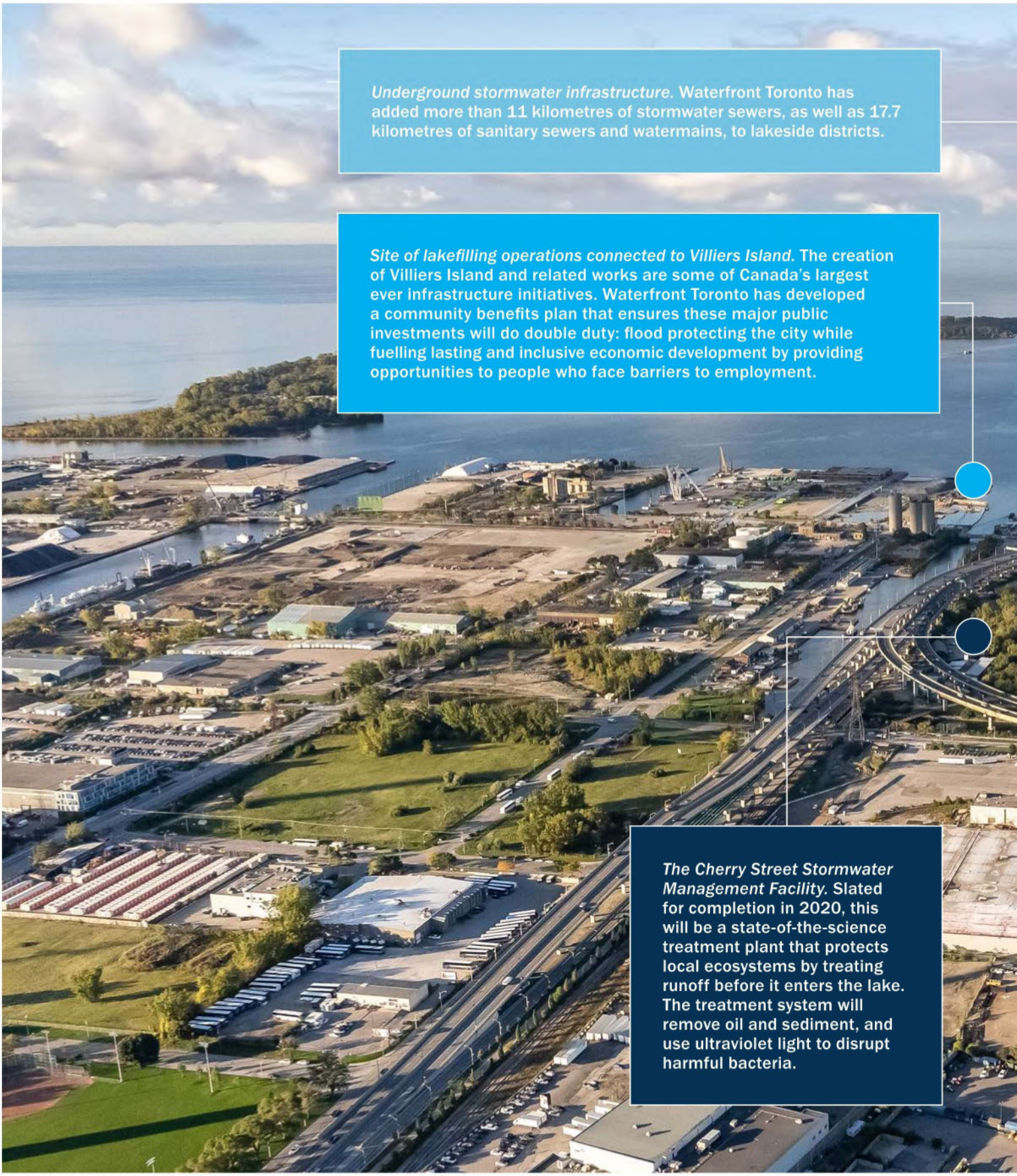
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The Cooper Koo Family YMCA. Waterfront Toronto's planners make sure new neighbourhoods have the social infrastructure people need to connect locally.

New residential developments. So far, waterfront developments have added or have under construction almost 5,500 new residential units (a small share of these are under construction but most are occupied). In lands under Waterfront Toronto's control, we require 20% of all residential units to be affordable rental housing, and an additional 5% to be low-end-of-the-market ownership.

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Underground stormwater infrastructure. Waterfront Toronto has added more than 11 kilometres of stormwater sewers, as well as 17.7 kilometres of sanitary sewers and watermains, to lakeside districts.

Site of lakefilling operations connected to Villiers Island. The creation of Villiers Island and related works are some of Canada's largest ever infrastructure initiatives. Waterfront Toronto has developed a community benefits plan that ensures these major public investments will do double duty: flood protecting the city while fuelling lasting and inclusive economic development by providing opportunities to people who face barriers to employment.

The Cherry Street Stormwater Management Facility. Slated for completion in 2020, this will be a state-of-the-science treatment plant that protects local ecosystems by treating runoff before it enters the lake. The treatment system will remove oil and sediment, and use ultraviolet light to disrupt harmful bacteria.

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Flood Protection and Infrastructure

Waterfront Toronto was created to unlock the extraordinary potential of the lands along the lake. Flood protection is an essential part of that mission.

As extreme weather becomes more frequent, protecting the city from surging water is becoming an even more urgent imperative. Through Waterfront Toronto, the governments of Toronto, Ontario and Canada are investing to meet this challenge for the benefit of homeowners, businesses, neighbourhoods and the wider economy.

We've already made significant progress, delivering a critical flood protection landform at Corktown Common (see image). Our most substantial project, the Port Lands flood protection initiative, got underway in 2017 with a $1.25 billion contribution from the three orders of government. It's expected to be completed in 2023/24.

In addition to protecting the city from flooding, we're adding important infrastructure to manage stormwater —creating channels that allow high volumes of runoff to flow safely away from neighbourhoods while protecting the health of the lake.



Toronto's financial district. The benefits of our flood protection work extend west to the financial district and east to Leslieville. Our past work has protected 210 hectares of land near the lake. Once fully realized, our Port Lands flood protection initiative will safeguard an additional 290 hectares, unlocking the development potential of prime land that represents more than a third of the designated waterfront area.

Flood protection structure. A beloved community park, Corktown Common is also a carefully designed part of the flood protection system around the Don River. Underground, a four-metre clay substructure reshapes the river's floodplain, helping to safely direct flow south to the lake when water surges.

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Attracting Investment

When Waterfront Toronto was created, the governments of Toronto, Ontario, and Canada pooled $1.2 billion in seed capital to fuel an extensive program of waterfront revitalization. The goal was to unlock the latent value of prime lands along the lake—to build prosperity and enhance quality of life.

East Bayfront, the 23-hectare development pictured here, is just one area where we created the conditions for major job-creators and post-secondary institutions to locate on waterfront lands, activating an underutilized area and building momentum for further investment.

We've attracted developers, private firms and institutions by doing essential foundational work, like crafting excellent master plans, carrying out environmental remediation and flood protection work, and collaborating on key civic infrastructure. With strong partnerships across all three levels of government, Waterfront Toronto has been uniquely equipped to solve complex city-building challenges and move revitalization forward.

Government investments in Waterfront Toronto have realized over $10 billion in new-private sector investment. The return on public sector investment has been $4.1 billion in total economic output to the Canadian economy.



Landmark development. Monde is the first residential project renowned architect Moshe Safdie has created in Canada since Habitat '67. Since 2000, nearly 50 major developments have been launched in waterfront districts.

Future site of the Waterfront Innovation Centre. Developed by Menkes and designed by architects Sweeny & Co, the facility's lead tenants are WPP, a global leader in communications services, and MaRS, one of the world's largest urban innovation hubs.Waterfront revitalization has created more than 14,100 years of full-time employment in fields like architecture, construction and project management.

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George Brown College's Waterfront Campus. In addition to classrooms, labs, and collaborative spaces, the Daphne Cockwell Centre for Health Sciences—promoted by the College as "one of the city's most architecturally striking learning environments, overlooking the Toronto harbour"—includes dental, hearing and other community health clinics that let students work with real patients in a supervised setting.

The headquarters of Corus Entertainment. High-quality infrastructure is one factor that's attracting major employers to waterfront districts. For instance, our partner Beanfield Metroconnect has used fibre optic technology to build Canada's first open-access ultra-high-speed broadband network, which makes internet speeds in waterfront precincts much faster than the North American average.

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We led the transformation of Queens Quay from an unfriendly arterial road with ageing infrastructure to a balanced, modern street that invites people to enjoy the lakeshore. Today the area has updated infrastructure underground, more than 150 new trees, a generous granite sidewalk and still plenty of room for cars and light rail transit.

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Waterfront Access and Connections

Providing safe and easy access to the shores of Lake Ontario is an important part of our work. To date, we've created over 13 kilometres of trails and promenades in key areas of the waterfront, as well as a range of parks and public spaces that facilitates active transportation and make it more fun for people to move through the city toward the water.

Every public space we create or redevelop is accessible according to the Access for Ontarians with Disabilities Act (AODA). This includes recreational trails and beach access routes, outdoor eating areas, outdoor play spaces, parking areas, service counters and other amenities.

In addition to making the water's edge more accessible to everyone, we ensure that new waterfront neighbourhoods are connected to the fabric of the city—with roads, transit service and active transportation routes. These links support the success of local businesses, make the waterfront a better place to live and help realize the vision of one connected waterfront that belongs to everyone.

- **We partnered with the City of Toronto to deliver The Bentway. In addition to providing new recreational space under the Gardiner Expressway, this linear park makes it easier and more pleasant to get to and from the lake on foot or by bike.**
- **The Queens Quay streetcar line is a key transit link to and across the waterfront. We've partnered actively with the City of Toronto, the TTC, and others to plan for intensified transit connectivity along the lake. Some new routes are already active, and bigger changes, like the East Harbour Transit Hub, are coming.**
- **The Outer Harbour Recreational Node, created in 2015, is a thoughtfully constructed outcropping that offers an accessible space for fishing, birdwatching and simply enjoying nature. We connected it to the Martin Goodman Trail, and made shoreline improvements to offer better habitat for fish, amphibians and native plants.**
- **The Martin Goodman Trail, which runs parallel to this stretch of Queens Quay, is a favourite route for cyclists and joggers. Waterfront Toronto has added more than 5,800 linear metres to the trail.**

Whether in parks, on beaches, or along public promenades, Waterfront Toronto has created more than 13 new linear kilometres of public waterfront access—like this stretch of the Water's Edge Promenade.



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Sustainability

Sustainability and resilience are at the heart of Waterfront Toronto's mandate and approach. In every project we deliver, we strive for a win-win: a lakeshore that supports a thriving city while sustaining healthy ecosystems.

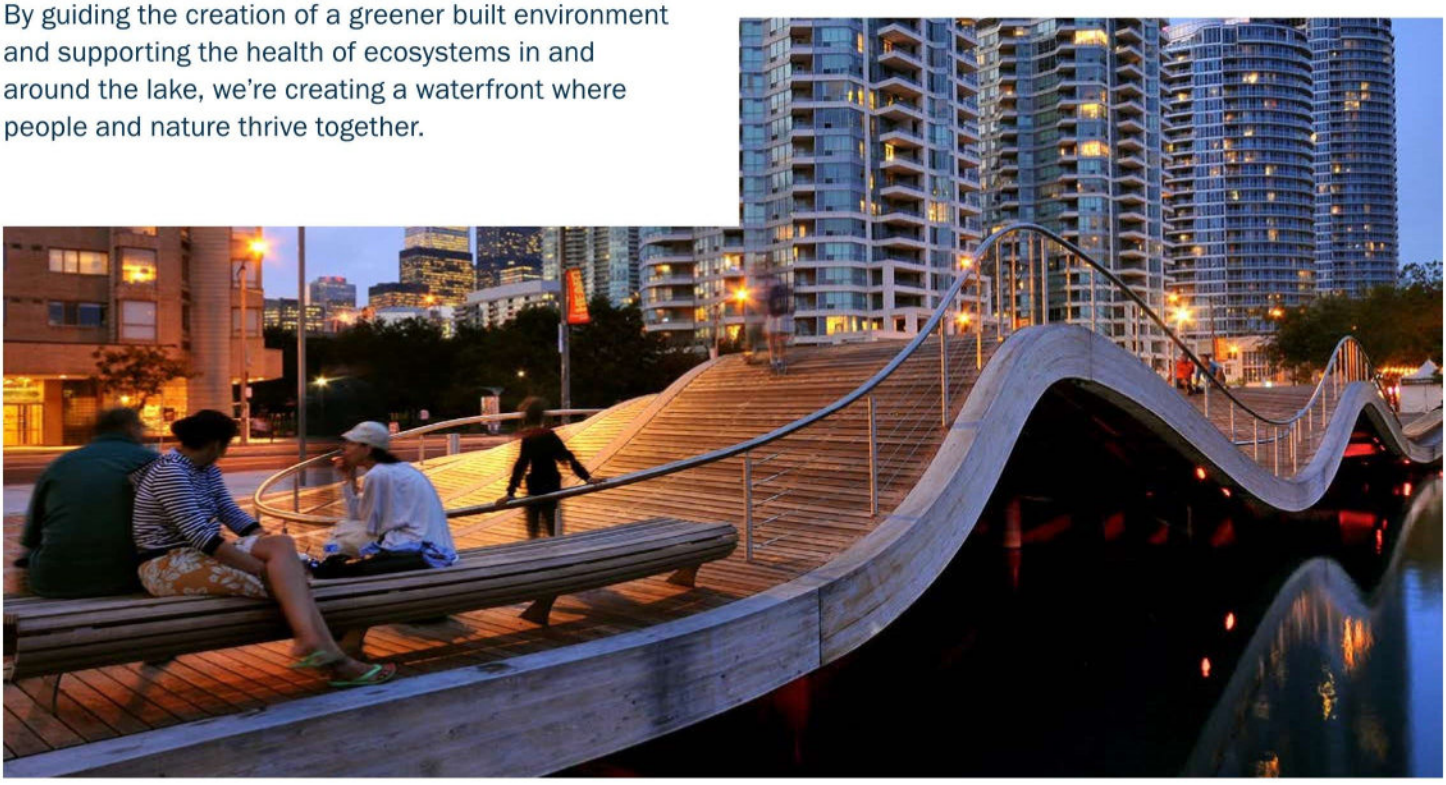
Our Minimum Green Building Requirements, which have guided the development of all new buildings on lands under our stewardship, have resulted in neighbourhoods with exceptional performance in energy consumption, low carbon emissions and reduced waste generation. Developments constructed in line with our standards have also realized 40% energy cost savings.

We've addressed contamination risk in more than 65 hectares of soil, supported the development of a healthy tree canopy and improved plant and wildlife diversity on land with carefully planned parks. Our work has also supported biodiversity in the water: we've enhanced over 118,000 square metres of marine habitat and carried out extensive shoreline remediation to create more supportive environments for fish and amphibians.

By guiding the creation of a greener built environment and supporting the health of ecosystems in and around the lake, we're creating a waterfront where people and nature thrive together.

Trees on the Water's Edge Promenade, like hundreds of others across the waterfront, benefit from soil cell technology. Soil cells are composed of a tiered web of rigid boxes that prevent soil from compacting under the weight of city pavement. When revitalization is complete, all waterfront trees that don't live in parks—about 16,800 of them—will have soil-cell technology to help their roots to spread and thrive, keeping them healthy as they grow to full maturity.

Aqualina at Bayside, a Tridel development, is a landmark in sustainable residential development. It's pursuing LEED Platinum certification and will include a Net-Zero Dwelling: a distinction units can earn when 100% of their energy is supplied by zero-carbon, on-site renewable sources. Waterfront Toronto's green building standards, which have supported a culture of sustainable design in lakeside districts, have been honoured with one of the field's most prestigious awards: the Globe Award for Environmental Excellence in Urban Sustainability.



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BELOW: *In addition to providing flood protection and amenities that enhance neighbourhood life—like an athletic field and a splash pad—the 7.3 hectare Corktown Common includes an extensive landscape of marshes, prairies and woodlands to promote biodiversity. Its plants are 95% native and Toronto-adapted species. The parks ecological richness has created a welcoming environment for wildlife and migratory birds.*

LEFT: *When we built the WaveDecks, we enhanced the marine habitat underneath by installing a variety of structures such as river-stone shoals, boulders, root balls and logs. These structures support plant growth and increase shelter and foraging opportunities. The number and diversity of fish species in the area have increased markedly over the last decade.*



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Toronto is attracting growing international attention as an open, safe and inclusive city filled with opportunity. The next five years will be a defining time for Toronto —and the waterfront can be a place that embodies the city's values and ambitions, while communicating a unique identity to the world. Waterfront Toronto's government partners have an opportunity to harness growing development momentum in one of the world's most promising city-building landscapes, fuelling economic growth and innovation while prioritizing inclusion, enhancing quality of life and setting new standards in sustainability.

This plan describes how Waterfront Toronto proposes to extend its record of success, working with our stakeholders and the public to realize the next phase in a revitalization process that's already begun to establish the waterfront as a magnet for investment and jobs; a model for inclusive urban design and development; and a source of pride for Canadians.

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"The Water Guardians," by Jennifer Marman and Daniel Borins, one of eight permanent public art installations in waterfront districts. While the strength of our public art program attracts outstanding artists from across Canada and around the world, all of our commissions to date have been fabricated in Ontario.

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In 2001, the governments of Toronto, Ontario and Canada laid out a clear and ambitious mandate for Waterfront Toronto: to enhance the economic, social and cultural value of waterfront lands and to create an accessible and active waterfront for living, working and recreation.

Our Record and Approach

Since 2001, Waterfront Toronto has catalyzed the revitalization of nearly 100 hectares of land along the lake. Our work has added 25 hectares of new parks and public spaces, 13 kilometres of trails and promenades by the lake, roughly 5,500 new downtown housing units (nearly 600 of them affordable), and attracted $10 billion in private-sector investment to waterfront districts, which has meant more than 14,100 years of full-time employment. With Port Lands flood protection underway, an additional 290 hectares of waterfront land will soon be unlocked for development—adding to the 210 hectares our past flood protection work has already safeguarded.

Waterfront Toronto has achieved these results through its distinct value-creation model and by playing a unique role in Toronto's development ecosystem, as a master planner, master developer, innovation partner, capital connector and trusted public steward. Throughout its history, Waterfront Toronto has built a reputation for meaningful public consultation, for fiscal responsibility and accountability, and for leading the way on sustainability and resilience in the built environment.

Our Plan for 2019/20–2023/24

Core Commitments That Guide Our Work

Waterfront Toronto envisions a connected waterfront that belongs to everyone. Work over the next five years will be grounded in three core commitments that advance our vision.

City-building. We will continue to contribute to the urgent global conversation about how to create better cities by addressing issues like affordability, mobility, connectivity and sustainability.

Innovation and job creation. We will continue to use smart planning and effective partnerships to create jobs and unlock even more of the enormous economic value of the waterfront.

The public good. We will continue to work in a transparent and accountable way while actively seeking public input to ensure that we're improving quality of life through every project we deliver.

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Enabling Factors That Support the Delivery of Our Plan

A new enabler, to fuel our plan and strengthen our organization

Increased capacity related to philanthropy and partnerships. Waterfront Toronto plans to develop new capacity in fundraising and partnerships beginning in fiscal 2019/20, understanding that philanthropy poses new opportunities as well as challenges, including significant resource implications for Waterfront Toronto. The Corporation obtained Qualified Donee status from the Canada Revenue Agency in 2017, which enables us to work alongside our partners at the City of Toronto to connect with institutions and private donors seeking to direct philanthropic investments toward civic placemaking projects and the public realm.

Existing enablers that are important to the delivery of our plan

Governance. Waterfront Toronto has always benefited from collaboration among the three governments. Over the next five years, continued coordination among governments across the range of mission-critical issues will strengthen Waterfront Toronto's ability to deliver this plan.

Borrowing powers. Our access to a $40 million credit facility is a key financial foundation of this strategic plan, as it enables us to optimize cashflow throughout multiple project lifecycles. This is an important capability because the timing of the funding and/or revenues we receive and the infrastructure investments we need to make do not always coincide. Waterfront Toronto will continue to use our borrowing access responsibly, with full accountability to governments.

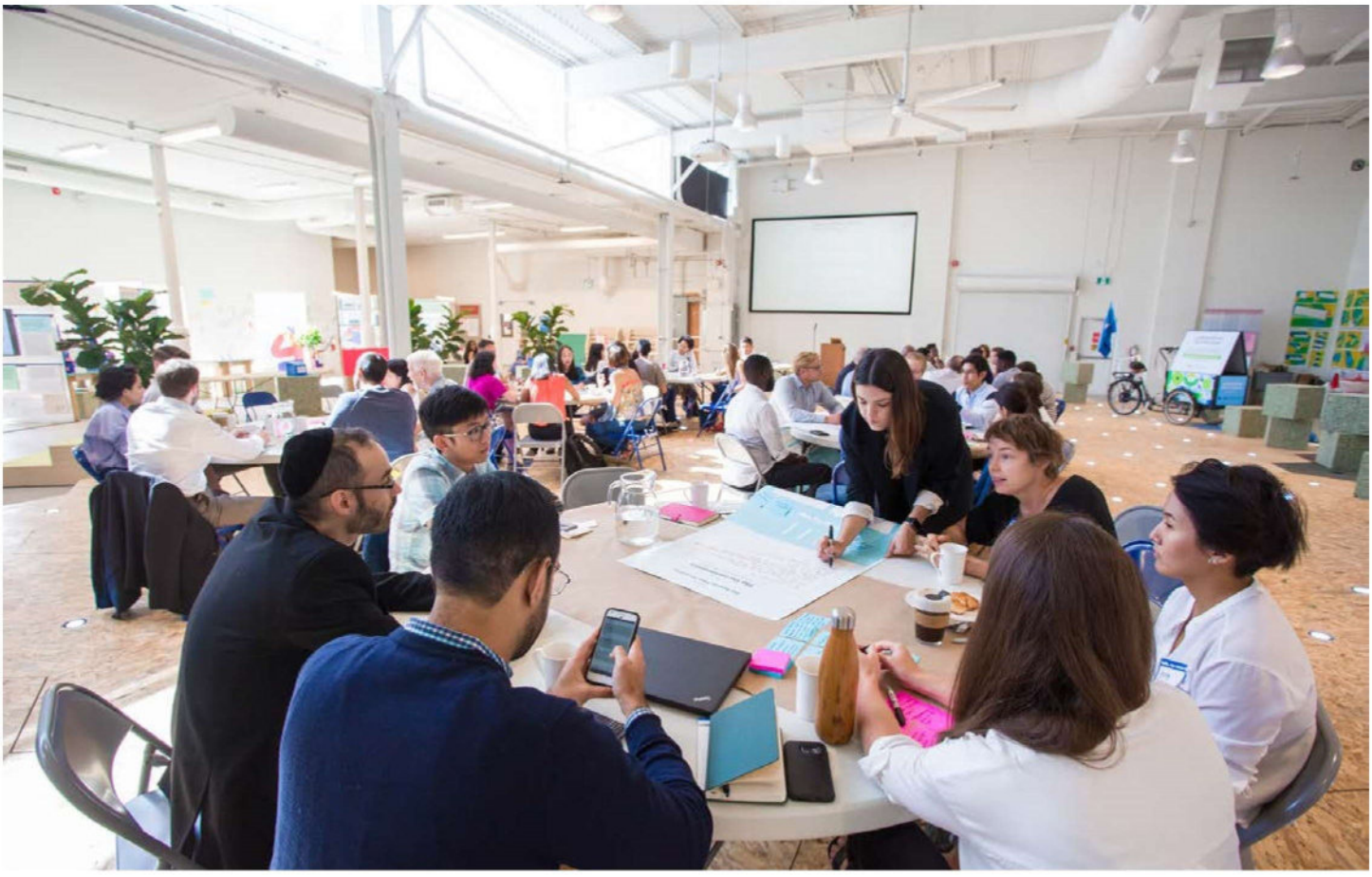
The Next Phase in Waterfront Revitalization: Projects 2019/20–2023/24

Over the next five years—in keeping with our mandate, guided by our core commitments and supported by the three enabling factors described above — Waterfront Toronto plans to deliver a portfolio of projects that represent the next phase in the revitalization of Toronto's waterfront. These projects, which harness a combined investment of $1.5 billion over five years, are oriented toward expanding economic opportunity and increasing connectedness and mobility around the entire perimeter of Toronto Harbour: creating new destinations, a more seamless pedestrian experience and a more robust waterborne transportation system.

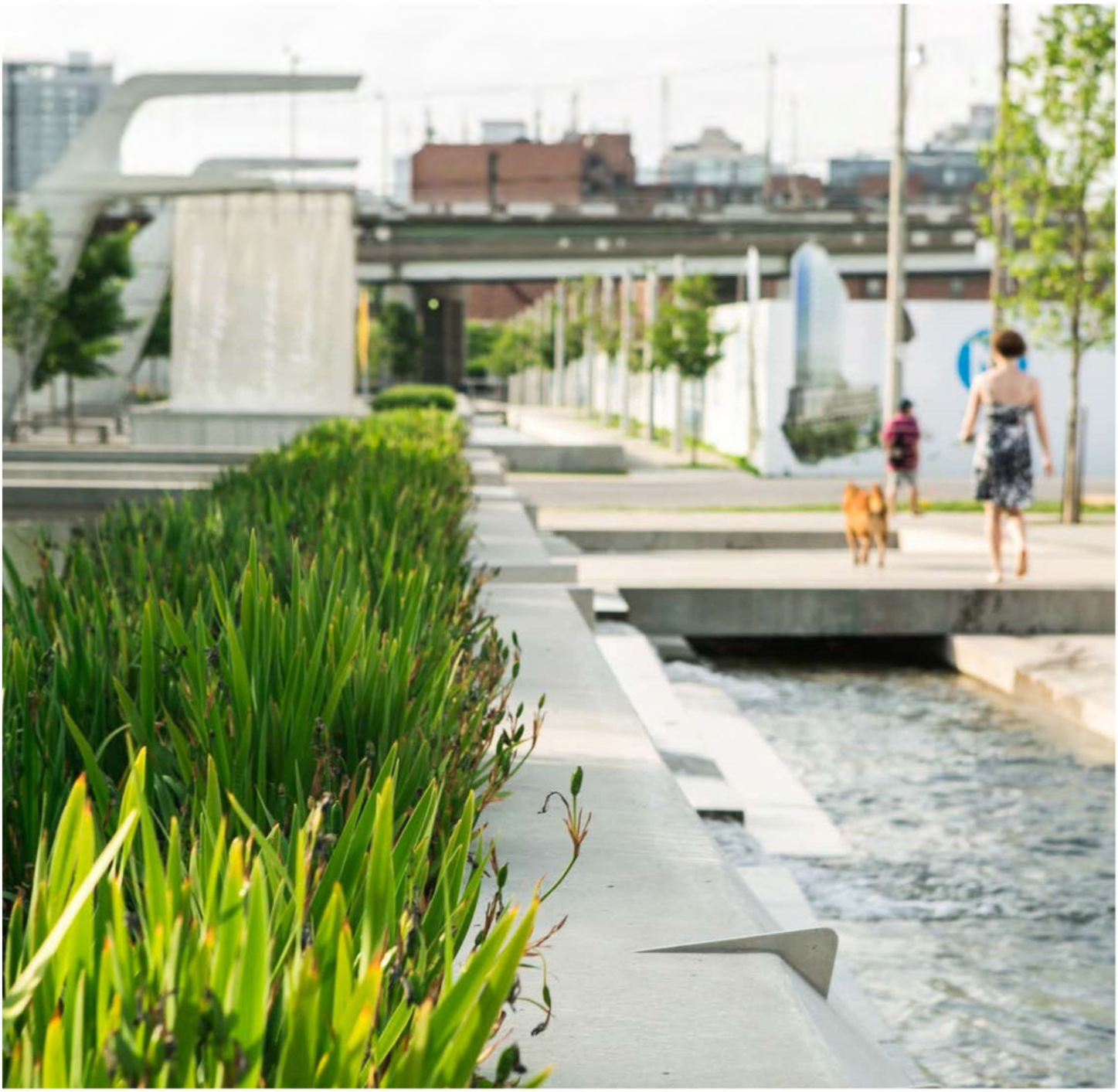
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Waterfront Toronto's public consultation approach is designed to provide all participants with a realistic understanding of the goals of the process, how decisions will be made and the impact of their participation.



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Sherbourne Common is the first park in Canada to integrate an ultraviolet (UV) facility for neighbourhood-wide stormwater treatment into its design. Collected stormwater is treated in an underground UV facility and released from three art sculptures into this 240-metre urban river channel. It flows across the length of the 1.5-hectare park and safely into Lake Ontario.

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Priority Projects

The Port Lands Flood Protection. Enabled by a combined $1.25 billion investment from the governments of Toronto, Ontario and Canada, this work will protect large areas of the city from flooding and unlock the development potential of 290 hectares of prime land.

Complete Communities. Through activities like master planning and infrastructure development, Waterfront Toronto will continue to ensure that the large parcels of land available for development by the lake are transformed into thriving neighbourhoods.

Public Places. Waterfront Toronto will complete work on three new waterfront parks, extend the Water's Edge Promenade and continue to work toward an increasingly vibrant public realm—including the ongoing development of our internationally recognized public art program.

These three projects have funding commitments in place and work underway. We project that work on Waterfront Toronto's Priority Projects will be 98% complete by the conclusion of this plan at the end of fiscal 2023/24.

New Potential Projects

In partnership with other public entities, private philanthropists and the public, Waterfront Toronto will carry out due diligence to test the feasibility of four new projects that are currently unfunded:

- A continuous Waterfront Walk that offers a seamless pedestrian experience by the lake
- A new Signature Structure to capture Toronto's identity and anchor an economic cluster
- An enhanced Jack Layton Ferry Terminal and Harbour Square Park
- A Destination Playground offering children immersive, nature-focused play

Moving Ahead

The plan that follows is a rolling five-year strategic business plan that will be updated annually as its projects evolve alongside regulatory, funding and other factors. Waterfront Toronto will maintain its accountability for the initiatives laid out in this plan and for the stewardship of the public resources entrusted to it. Details regarding funding and Waterfront Toronto's framework to track its performance in delivering on public investments are included in the final section of this plan.

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SECTION 3

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Waterfront Toronto plays a unique role in Toronto's development ecosystem. As a tri-government organization, we were built to collaborate—and we work effectively with a wide range of partners, from private developers and conservationists to community groups and social service agencies. This section provides an overview of how we create value for the public by catalyzing the development of underutilized lands. It describes our mandate, track record and core capabilities, and the mechanisms that help us meet high standards of transparency and accountability as we manage substantial public investments in waterfront revitalization projects. The pages that follow also articulate our work and philosophy when it comes to ensuring the public is meaningfully consulted in our planning, policy and design processes.

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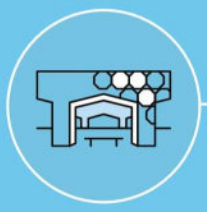
Mission & Mandate

Who We Are
Waterfront Toronto is working to create a vibrant, connected waterfront that belongs to everyone. As city-builders, we care about creating neighbourhoods, parks, destinations and infrastructure that makes people's lives better.

Mandate
Our organization was established in 2001 by the Government of Canada, the Province of Ontario and the City of Toronto to unlock the social, cultural and economic potential of the waterfront. Our mandate has been to apply best practices in urban revitalization—from infrastructure and new technology to leading strategies in design and sustainable development —to over 800 hectares of underutilized land along Lake Ontario.

Record
So far, we've led or catalyzed 2.5 million square feet of development along the waterfront, adding affordable housing, commercial space, aquatic habitat, critical infrastructure and beloved public spaces. Our projects have included the West Don Lands, Corktown Common, Underpass Park. Sugar Beach, Sherbourne Common, Queens Quay, East Bayfront, the Port Lands, Jack Layton Ferry Terminal and The Bentway.

What We've Realized So Far



5,500
downtown homes
(600 of them affordable)



1.5mil
square feet of commercial development along the waterfront



8
public art installations



13km
of walkable space along the water



5km
in cycling connections



25ha
of cherished parks and public space

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Waterfront Toronto team members prepare to host a game about great public spaces at the Christie Pits Film Festival. Our public consultation work goes far beyond what's legally required for public projects: we engage residents and other stakeholders early, so there's time to truly understand and incorporate their insights to improve the quality and relevance of our projects.

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Public Engagement: A Commitment to Transparency & Accountability

Since its creation, Waterfront Toronto has prioritized the role of public consultation in revitalizing the waterfront. We work collaboratively with individuals, communities and our partner organizations across the GTA to generate new ideas, solve problems and meaningfully incorporate the knowledge and lived experience of the public into our planning, policy, and design processes. We believe community engagement must be conducted in a clear, transparent manner that provides all participants with a realistic understanding of the goals of the process, how decisions will be made and the impact of their participation.

Our Guiding Principles Are:

Act with Clarity and Purpose
We act with purpose, communicate our goals with accuracy and we are honest with stakeholders about their impact on the decision-making process.

Commit to an Ongoing Process
We acknowledge that engagement is an ongoing process of dialogue, dissent, consensus building and learning. We continuously evaluate our approaches, maintain a sustained dialogue with our partners and revisit our assumptions to ensure we are achieving our goals.

Support Diversity and Inclusion
We work hard to eliminate barriers to participation and to ensure representative, diverse and inclusive engagement.

Cultivate Collaboration
We recognize that city-building is a shared responsibility that requires coordinated efforts. We are committed to sharing knowledge, decision-making and resources.

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Waterfront Toronto Spectrum of Engagement

To keep pace with new standards of engagement, Waterfront Toronto has expanded its approach to ensure that the public is given an even greater opportunity to provide meaningful feedback on projects. In keeping with recognized international best practice, we've recently adopted a spectrum of engagement with categories added for "listening" and "co-creation." These new categories respond to the increasing need for people to be heard and actively involved in the creation of planning and development processes.

We currently plan, deliver and synthesize a range of public feedback opportunities that include: digital surveys, focus groups, advisory committees, community information and feedback sessions, "pop up" community activations, person-on-the-street intercepts, comment walls, questionnaires, townhalls, walking tours, newsletters, dedicated project websites, creative programming, outreach on social media and public roundtables. After every formal community consultation, we report back to participants on how their feedback was incorporated into the overall plans through our meeting summaries, websites, blogs and newsletters.



Inform	Listen	Involve	Co-Create	Empower
Provide the public with balanced and objective information to assist them in understanding problems, alternatives or solutions.	Gather public feedback on analysis, alternatives or decisions, but also collect ideas, stories and concerns.	Work directly with the public throughout the process to ensure everyone involved is consistently understood and considered.	Partner with the public in each aspect of the development including the creation of options and the identification of preferred solutions.	Provide support and resources to allow the public to make final decisions.

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Core Capabilities

Our mandate lays out a distinct and multi-faceted role for Waterfront Toronto. We work as master planners, master developers, innovation leaders, trusted public stewards and capital connectors. No other organization in the development ecosystem brings together this unique combination of core capabilities.

01

Master Planner / Waterfront Toronto is a leader in city-building. Our integrated approach to planning and design has laid the foundations for successful neighbourhoods, thriving local economies and vibrant public spaces. Design excellence combined with thoughtful planning and an iterative process that involves the public has enabled groundbreaking, win-win solutions in waterfront districts.

02

Master Developer / As a development partner, Waterfront Toronto is uniquely able to work with public officials and regulators to develop innovative solutions that build prosperity while protecting the environment and the public interest. For instance, in the West Don Lands, Waterfront Toronto worked with Infrastructure Ontario and Toronto Region Conservation Authority to find a way to develop River City in concert with flood protection infrastructure—resulting in a vibrant neighbourhood in an area that had previously been closed to development due to flood risks.

03

Innovation Leader / Since its inception, Waterfront Toronto has emphasized innovation. We source and curate leading-edge materials, processes, and technologies—and we apply the most effective solutions to every project delivered on the waterfront. From green building standards that have been recognized internationally to the first ultra-high-speed broadband network in Canada (delivered with our partners Beanfield Metroconnect), we ensure that waterfront developments lead the way.

04

Trusted Public Steward / The backbone of Waterfront Toronto's work is its long-standing commitment to genuine public engagement. As a trusted public steward, we've established the most consultative approach in Canada and we continue to find new ways to bring the public into shaping the future of the city. For example, this year we restructured our approach to public participation around the IAP2 international standard, a recognized best practice for involving the public in an honest, meaningful and effective way.

05

Capital Connector / We are a nimble connector that leverages public resources to attract private investment. Through powerful collaboration across all three orders of government, we use public funds to initiate carefully chosen waterfront revitalization projects, and then convene a broad range of vital partners—regulators, private sector partners, technical experts, non-profit organizations and communities—to ensure those projects reach their full potential economically, socially and ecologically.

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Waterfront Toronto has....established both tri-government funding [and] tri-government buy-in. Despite challenges...interviews with funding partners indicate that Waterfront Toronto has developed credibility in delivering waterfront renewal and provided a vehicle for intergovernmental cooperation that would otherwise be absent.

—

Ernst & Young LLP, Independent Performance Assessment of Waterfront Toronto, 2015

Surveying by the Keating Channel. This work is part of the Port Lands flood protection initiative, which began in December 2017 and is expected to be complete by the final year of this plan: 2023/24. See pages 8-9 and 46-47 for more on this transformative project.

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How We Create Value

Since 2001, nearly 50 major developments have been launched in waterfront districts. The combined construction value of these developments is estimated at nearly $21.5 billion, including several projects that have already been completed, are under construction or are expected to enter the market in the coming years within and near the central and eastern waterfront areas.

Waterfront Toronto's role in the extraordinary growth of development in the previously underutilized lands along the lake unfolds in five key phases:

01

Governments give Waterfront Toronto oversight of the use of public lands.

02

As Master Planner, Waterfront Toronto creates holistic master plans for waterfront precincts, laying the foundations for complete communities where people have everything they need to live, work and play.

03

Given the contaminated, poorly serviced and isolated nature of waterfront lands, Waterfront Toronto shares risk with developers to attract private investment to revitalize the waterfront. In addition to taking the lead on critical infrastructure, we support a range of municipal approvals such as zoning, affordable housing commitments and management of any environmental issues. These enabling activities allow developers to assume the marketing, financing and construction risks.

04

Once the lands have been prepared for development, Waterfront Toronto brings them to market through a competitive process.

05

All Waterfront Toronto development projects have attracted considerable interest from developers and private investors, with returns on public investments typically amounting to multiples of the original outlay.

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Fiscal Responsibility and Accountability

Waterfront Toronto is committed not only to the careful and transparent management of public funds, but to continually refining our processes and systems to ensure that we're able to generate the greatest possible public benefit with the resources entrusted to us. Over the next five years, Waterfront Toronto will continue to demonstrate the openness, accountability, fiscal prudence and pursuit of design excellence that have defined our approach from the beginning. This approach has earned us a reputation as leading city-builders with an unwavering commitment to the public good.

Procurement Approach and Record

Waterfront Toronto's procurement policy is designed to be fair, open and transparent. We aim to achieve maximum value for our stakeholders, invite competitive bids and proposals, and ensure accountability for purchasing decisions through well-defined authorization and oversight protocols. Since our founding, we have entered into 2,110 contracts with 782 suppliers, most of whom are in Canada. Information about our procurement history is available on our website.

Culture of Accountability

Waterfront Toronto aims to foster a culture where everyone embraces and stands up for the public-interest mission of our organization. To that end, we have a **Wrongdoing Policy,** which empowers employees and other stakeholders to voice any concerns in areas ranging from unethical business conduct to health and safety violations. In 2016 we appointed an independent, third-party **Accountability Officer** to receive and investigate any such reports. We also have an official **Code of Conduct** that offers guidance to our team in areas such as conflict of interest, ethical decision-making and the handling of confidential information.

Project Planning and Management

Over the last 15 years, Waterfront Toronto has executed about 50 projects, managing a total investment of $1.3 billion. This entire project portfolio, with the exception of one project, has been delivered without material deviations in either schedule or cost. In 2017, as we embarked on larger-scale projects like the Port Lands flood protection initiative work, we further formalized our approach to project management and oversight with the creation of the **Capital Program Management Office (CPMO),** which both streamlined and strengthened our policies and controls. The CPMO develops project-oversight dashboard reports that update senior management, board members and the three orders of government on project status and key risk areas, as well as any budget, cost, scope and schedule variations. In the event that a project in process begins to present an increased risk of cost overruns, Waterfront Toronto has clear and effective mechanisms for adjusting its approach to avoid going over budget.

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Delegations of Authority
Waterfront Toronto has carefully designed processes to **direct, control and monitor financial actions** taken by our team members. The Board delegates and delimits varying degrees of financial authority to senior management, management and employees in a framework designed to minimize risks and maximize efficiencies in the conduct of our business.

Openness and Transparency
Each December Waterfront Toronto's Board of Directors adopts a publicly released **Corporate Plan** for the upcoming year; our progress is monitored against this plan and reported at least quarterly. At the end of each year we release audited financial statements and an **Annual Report,** which formally reports on our progress against the previous year's plan. In cases where our results differed from our plan, we make this information clear and easy to access.

Audit Environment
Waterfront Toronto operates in a rigorous audit environment:

- **External audits.** In keeping with legislation, Waterfront Toronto's year-end financial statements are audited annually; we've had 16 such audits since our inception.
- **Internal audits.** In addition to required audits, soon after its creation Waterfront Toronto adopted the best practice of voluntarily undergoing regular, outsourced internal audits. Since 2004, we've undergone 19 audits focusing on areas of our operations ranging from procurement to project management to cybersecurity.
- **Government audits.** As part of their oversight role, the three governments perform regular audits and performance reviews of Waterfront Toronto. To date, governments have audited us on 16 occasions.

In all, over the last 15 years, Waterfront Toronto has been the subject of over 50 audits; we've used their findings to steadily strengthen and enhance our fiscal responsibility and accountability practices.

Governance and Oversight
As a tri-government organization, Waterfront Toronto is fully accountable to the governments of Canada, Ontario and the City of Toronto. A number of oversight bodies shape the work of Waterfront Toronto.

- **Our Board of Directors,** which includes members appointed by all three orders of government (see p.37), guides our strategy, authorizes our investments and appoints our CEO.
- **The Intergovernmental Steering Committee,** composed of senior officials from the three orders of government, is a forum where

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Waterfront Toronto and senior government stakeholders can strategize and exchange information on waterfront revitalization.

- **Government waterfront secretariats,** composed of dedicated staff at each of the three governments, provide operational oversight and support in the delivery of our mandate.

Expert Insights

Waterfront Toronto is proactive in ensuring that our work is guided by field-leading experts and aligned with best practices.

The Capital Peer Review Panel engages some of the industry's top experts in specific industry areas—such as infrastructure, project execution, and audit—to offer advice on project and program risks in developing, procuring, and implementing large projects and programs.

The Digital Strategy Advisory Panel is an arm's-length body tasked with providing Waterfront Toronto with objective, expert advice on the responsible use of data and technology across all waterfront projects, including Quayside. It provides insight on ethics, accountability, transparency, protection of personal privacy, data governance and cyber security.

The Design Review Panel includes some of Canada's leading experts in architecture, landscape design, engineering, and planning, and draws on their insights to support design excellence in waterfront precincts.

The Independent Capital Project Monitor (new in 2018) supports the Finance, Audit and Risk Management Committee of the Board in its project risk oversight role on the Port Lands flood protection initiative.

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Board & Committees

Waterfront Toronto's Board of Directors is made up of 12 members, including a chair, jointly appointed by the three orders of government. Our directors are highly engaged in the corporation's activities and ensure that our mandate is delivered in an accountable and transparent manner. As of December 6, 2018 our Board has two vacancies.

Helen Burstyn, CM
Chair of the Board of Directors, Managing Director, Crescent Investment Partners

Mohamed Dhanani
Special Advisor to the President, Ryerson University

Stephen Diamond
President and CEO, DiamondCorp

Meric Gertler CM FRSC MCIP FAcSS FBA
President, University of Toronto

Susie Henderson
North America Leader, Infrastructure Investment & Economics GHD Advisory

Mazyar Mortazavi
President & CEO, TAS

Michael Nobrega
Former President and CEO, OMERS Administration Corporation

Sevaun Palvetzian
CEO, CivicAction

Janet Rieksts-Alderman
Managing Director, BRG's Global Capital Projects

Jeanhy Shim
President and Founder, Housing Lab Toronto

	Finance, audit & risk management committee	Stakeholder relations committee	Chairs committee	Investment, real estate, & Quayside committee
Mandate	Financial reporting, audit, enterprise risk management, and project risk management	Public engagement, communications, partnerships	Human resources, government relations, governance	Quayside, development projects, and real estate transactions
Chair	Janet Rieksts-Alderman	Sevaun Palvetzian	Helen Burstyn	Susie Henderson Mazyar Mortazavi
Other members	Susie Henderson Jeanhy Shim	Mohamed Dhanani Meric Gertler Jeanhy Shim	Susie Henderson Mazyar Mortazavi Sevaun Palvetzian Janet Rieksts-Alderman	Stephen Diamond Meric Gertler Michael Nobrega

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SECTION 4

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OUR PLAN FOR 2019–2023:
BUILDING A CONNECTED WATERFRONT THAT BELONGS TO EVERYONE

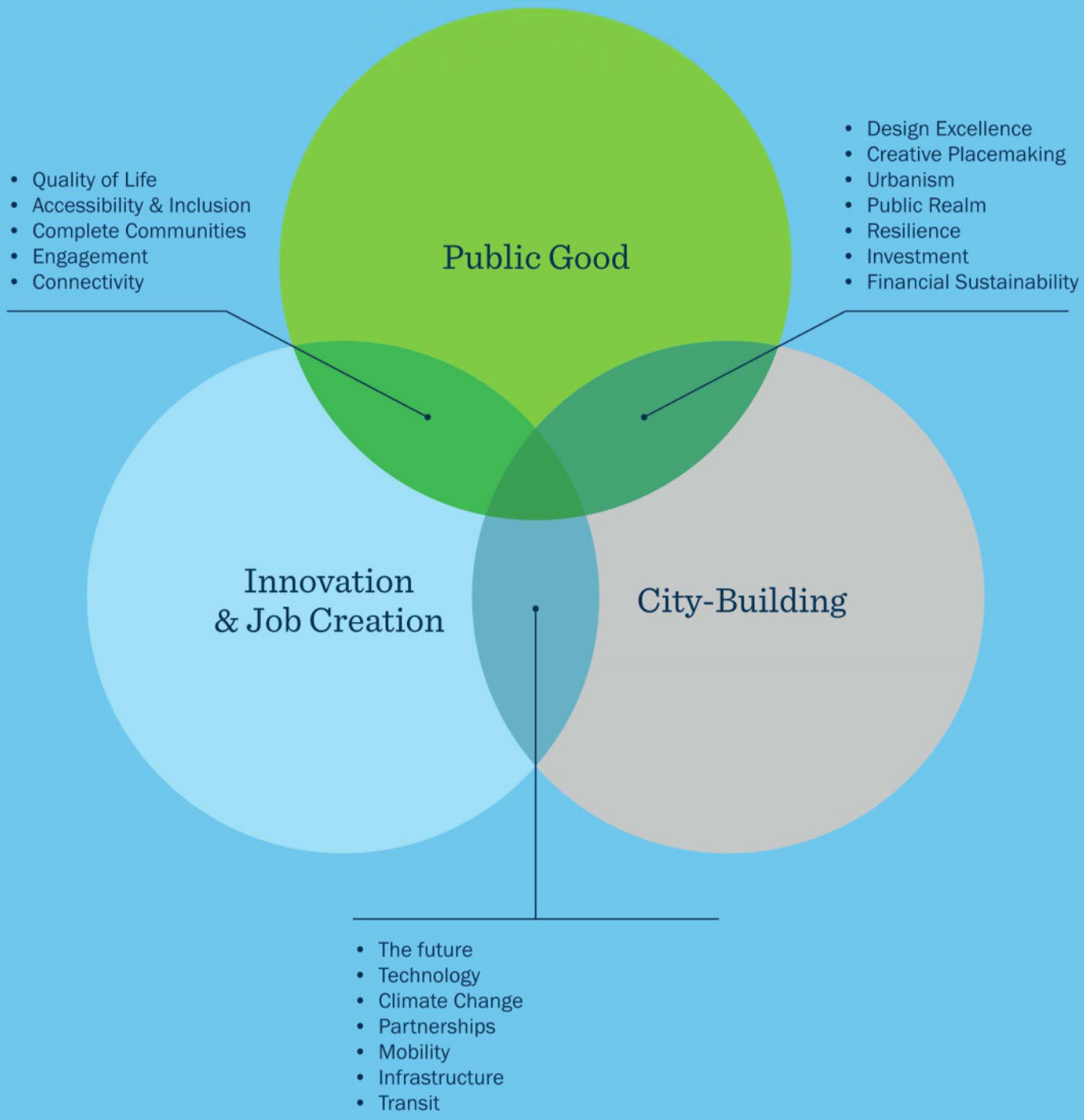
Since Waterfront Toronto was created, we've delivered more than four dozen capital projects on the lands along the lake—transforming almost 100 hectares of underutilized space into active urban places. Although our projects are diverse, they're all powered by our expertise in city-building, our focus on innovation and job creation and our unwavering commitment to the public good.

This section summarizes the projects we plan to deliver over the next five years. Some are already underway. Others will break ground during the life of this plan. And still others are areas of new potential—ideas and possibilities we intend to explore with our stakeholders and the public as we continue to work together for a vibrant, prosperous, and connected waterfront.

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Our Core Committments

Enhancing the Social, Economic and Cultural value of the waterfront



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Waterfront Toronto has built a reputation for creating public spaces that quickly become local favourites. The key ingredient of projects like Sugar Beach (above) and Corktown Common (right) is thoughtful design informed by meaningful public consultation.

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Our Strategic Priorities

Over the next five years, Waterfront Toronto will advance four strategic priorities that build upon our mandate and explore the potential of the waterfront to not only build prosperity and enhance life in Toronto, but to contribute to the urgent global conversation about how to create better cities. Three of these priority areas are long-standing and foundational to our organization and mandate:

01

City-Building / Already a thriving and diverse global centre, Toronto remains one of the most exciting city-building opportunities on earth. Over the next five years we are delivering initiatives that address core issues such as affordability, mobility and connectivity, sustainability and the resilience of the built environment.

02

Public Good / At the heart of everything Waterfront Toronto does is an unwavering commitment to public good, which is reflected in our vision—one connected waterfront that belongs to everyone—and in our strong focus on public engagement. We work hard to be transparent and accountable, while actively seeking public input to ensure that we're improving quality of life and the well-being of people and communities across every project we deliver.

03

Innovation and Job Creation / We are part of a worldwide community of practice that's using cutting-edge building methods, groundbreaking urban design, talented people and emerging technology to provide critical infrastructure and to support more sustainable ways of living. Through smart planning and effective partnerships, we're creating more jobs and unlocking the enormous economic value of the waterfront.

During our 2019–2024 planning horizon, we will pursue a fourth, enabling priority in order to build our capacity to pursue the three priorities just described.

04 Enabler

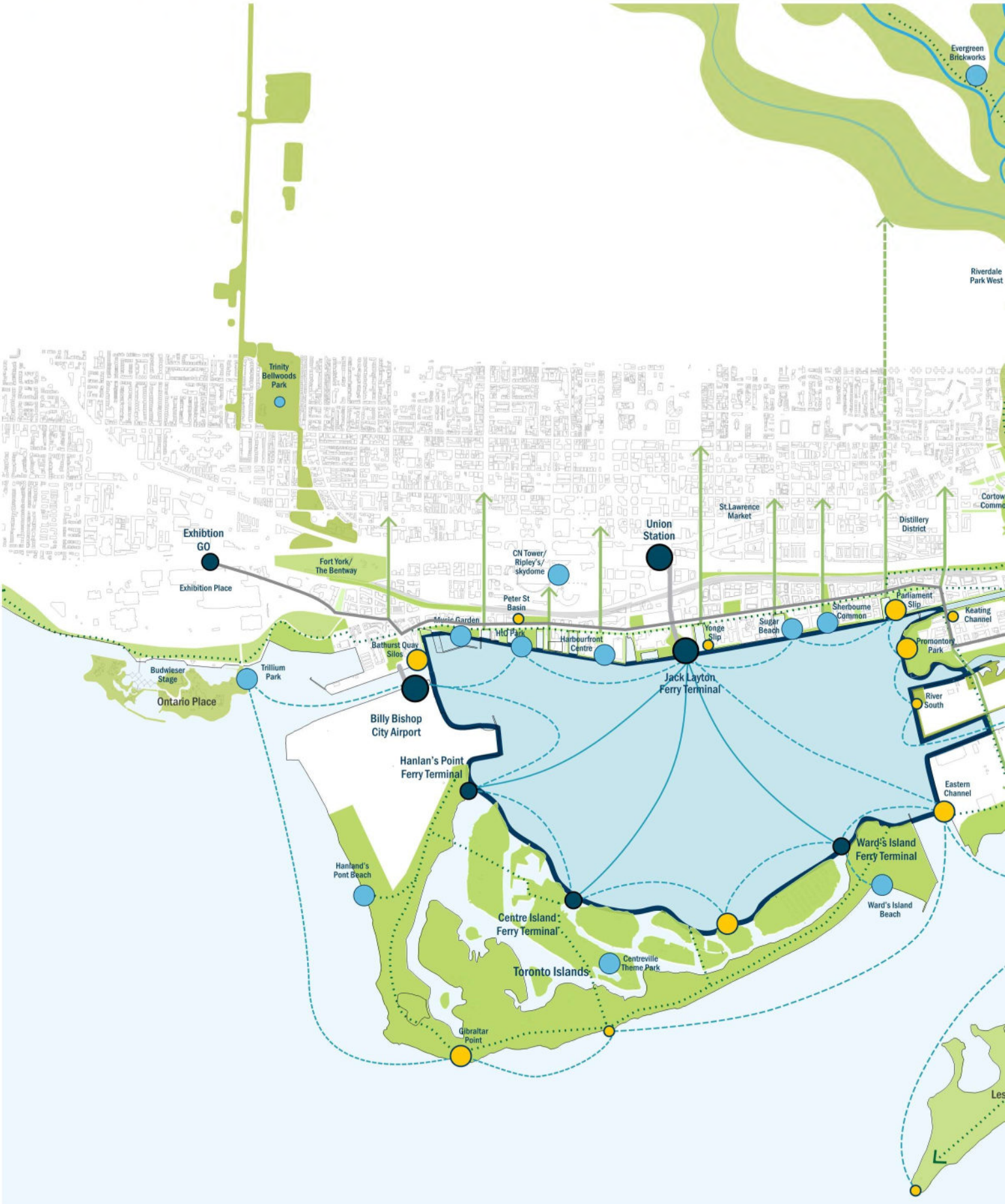
Financial sustainability / Over this next phase, Waterfront Toronto will pursue new partnerships and philanthropic support. We will foster new collaborations to advance our city-building mission, to engage new partners in waterfront revitalization and to benefit the public—all while diminishing our reliance on government investments.

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The revitalized Queens Quay is the first route in Toronto whose design aligns with the City's Complete Streets Guidelines. Complete streets are carefully planned to be safe for everyone: people of all ages and abilities, and people who walk, bicycle, take transit, or drive.

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More Connections to More Destinations

Our vision is one connected waterfront that belongs to everyone. Successful waterfronts around the world tend to share at least one key ingredient: waterfront promenades that connect people to great places and activities. Toronto's waterfront already has some elements of a great promenade: boardwalks, bike paths, parks and ferry service to the Toronto Islands. But connectivity around and across the harbour remains limited.

The goal of the next five years is to leverage the framework of connections around the harbour as a foundation for longer-term evolution. All of the projects outlined in this five-year strategic plan are oriented toward filling in gaps in the ring of destinations and connections that surround the harbour—whether by creating new parks, equipping emerging neighbourhoods with high-quality infrastructure, expanding the potential for travel on land or across the water, or creating inviting new destinations. These new projects will move Toronto's waterfront to the next level of revitalization, unlocking its potential and affirming Toronto's position as a leader in city-building, urban design, sustainability, resilience and quality of life.



DESTINATIONS

- Existing
- Emerging/Future

CONNECTIONS

- Inner Harbour Loop (Proposed Enhanced Pedestrian Access)
- Existing Transit Hub
- Existing Ferry System
- Potential Waterborne Tranportation Routes
- Waterfront Trail System

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The Port Lands / Flood Protection for Prosperity, Resilience and Sustainability

The Port Lands flood protection initiative is our single largest target for investment over the next five years, and an urgent contribution to the prosperity and well-being of Toronto. First, this work will protect a large number of existing assets from flooding: affected areas include parts of Leslieville and South Riverdale. Second, it will create prosperity by unlocking the development potential of 290 hectares of prime land; this area has been previously unavailable for development due to its extreme vulnerability to flooding. And third, it will improve the natural environment around the Don River and create new opportunities for residents and visitors to connect with nature, wildlife and the lake.

Our work in the Port Lands involves extensive soil remediation and earthmoving work around the mouth of the Don River, which will dramatically enhance the area's resilience to extreme weather. Projections indicate that a $1.25 billion public investment in flood protection—made jointly by the governments of Toronto, Ontario and Canada—will add $5.1 billion in economic output to the Canadian economy, create 51,900 full-time years of employment and generate $1.9 billion in government revenue. The Insurance Board of Canada has stated that these investments in flood protection "will make this community safer for residents and stronger for economic growth."

PAST: In June 2017, the municipal, provincial and federal governments affirmed a shared $1.25-billion public investment in the Port Lands flood protection project. Since that time, Waterfront Toronto has undertaken planning and design work, tested methodologies for soil remediation, and analyzed engineering techniques for the ambitious earthmoving initiative.

PRESENT: Work on Cherry Street Lakefilling began in 2017, including lakefilling, marine landscaping and dockwall reconstruction. In early 2018 we undertook survey work to inform final designs and the construction approach, as well as demolition and site preparation. Excavation and soil remediation will begin in the winter of 2018–19. We will also work to finalize designs for the streets, bridges, parks and other infrastructure that will serve the future Villiers Island community and connect it to the mainland.

FUTURE: Over the next five years, the area around the mouth of the Don River will be transformed. The foundations for development of new places to live and work on Villiers Island will take shape—including new transit connections and cycling facilities. New parks and natural habitats will connect the Port Lands to a 195-hectare network of greenspaces through the GTA's ravine system. The project will be complete in the final year of this plan: 2023/2024.

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[F]lood protection radically alters the river's environmental health, as well as the linear industrial geography of the Port Lands and therefore the destiny of the city. It is a project for the ages that will deservedly draw the attention of the world's great cities.

—

John Lorinc, Spacing Magazine, June 29, 2017

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Waterfront Toronto is truly walking the talk on how to build a healthy, sustainable neighbourhood. Their significant infrastructure investments and world class parks and public spaces are making East Bayfront Toronto's next great district. We're thrilled to have been able to work with Waterfront Toronto on our 'City of the Arts' community and we're looking forward to moving our Head Office into this vibrant new neighbourhood."

—

Mitchell Cohen, President and CEO Daniels Corporation

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Complete Communities / Planning and Partnering to Build Strong Foundations for New Neighbourhoods

Through careful planning and effective partnerships, Waterfront Toronto optimizes the use of large parcels of land available for development along the waterfront. We work as master planners, developing detailed precinct plans that ensure new neighbourhoods include the supports and amenities people and businesses need to thrive over time. In addition to housing and commercial space, new waterfront neighbourhoods benefit from high-quality infrastructure, services like child care and elder support, and transportation links to the rest of the city. After developing comprehensive plans for smart development, we partner with developers, businesses, community agencies and governments to bring the plans to life.

This plan anticipates $186 million in investments toward the planning and development of complete communities along the lake. Notable projects that are underway today or expected to commence over the next five years include the development of a complete-community plan for the neighbourhood that will eventually exist on Villiers Island; extending the Queens Quay revitalization work eastward to Parliament Street; completing infrastructure such as roads, stormwater systems, and dock reinforcements for the new Bayside and Dockside neighbourhoods; and further extending (through Bayside) the Water's Edge Promenade —a walkway that's substantially increasing public access to the water while improving mobility along the shore.

PAST: Waterfront Toronto has laid the foundations for several thriving neighbourhoods—like East Bayfront (22.3 hectares) and the West Don Lands (32 hectares; see pages 6-7). We've also laid important groundwork on waterfront transit: completing environmental assessments for transit to East Bayfront, the West Don Lands and the Port Lands, and collaborating on transit planning with the City of Toronto, the TTC and other agencies.

PRESENT: Today we're working with development partners to obtain municipal approvals and building permits for several new residential buildings, including a $200 million, 296,000 square foot mixed-use development with Anishnawbe Health Toronto that includes a community health centre, a hotel and purpose-built market rental units. Meanwhile, an earlier collaboration is coming to fruition as Monde, a $320 million, 476,000 square foot residential building designed by Moshe Safdie, prepares for occupancy in early 2019.

FUTURE: The completion of key infrastructure including sewers, pipes, and a new Sanitary Pumping Station are important parts of our work in the near term. More broadly, we'll continue working with our partners to realize holistic visions for waterfront neighbourhoods. For instance, the Waterfront Innovation Centre, part of a growing technology corridor by the lake, began construction in 2018; we're beginning to work with our development partner Menkes to manage leasing arrangements for this innovative facility.

The splashpad at Corktown Common. The park is an active, year-round gathering place in the West Don Lands neighbourhood.

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Public Places / Inviting Parks and Destinations That Connect People and Neighbourhoods

Waterfront Toronto creates great parks and public spaces that respond to local needs and strengthen the broader urban fabric by connecting communities with their neighbours, including across potential barriers like underpasses and rail lines. Guided by meaningful public consultation and a strong commitment to design excellence, our parks have not only earned numerous awards but quickly become beloved local gathering places. The strength of our record on public spaces has also attracted new partners and supporters. For example, as community groups, philanthropists and the City of Toronto began to conceive plans for The Bentway, they decided to engage Waterfront Toronto for help realizing their vision for this innovative linear park based on the success of public spaces we'd created in other waterfront districts.

Our current five-year strategy allocates a total of $56 million for work on public places. This funding will go toward completing work on two new waterfront parks—York and Rees Street Parks, which will add a combined 1.74 hectares of green space near an increasingly populated stretch of Queens Quay—and toward the substantial completion of the construction of The Bentway's pedestrian and cycling bridge. This funding envelope will also support the completion of enhancements to the Jack Layton Ferry Terminal; we're creating a more appealing and functional entrance plaza that's better able to accommodate growing traffic at the facility. This phase of work is fully funded and we're on track to complete it over the next year. We've also developed a vision for a more extensive modernization of the ferry terminal, a separate phase of work that's currently unfunded (see "New Potential" on page 53).

PAST: To date we've created or improved 25 hectares of parks in waterfront districts. Our projects have included Sherbourne Common, Corktown Common, The Bentway, Sugar Beach, extensive improvements to the Martin Goodman trail, among many others.

PRESENT: This year we held successful design competitions for the York and Rees Street Parks, selected successful designs, and started work on creating these badly needed green spaces. We are also poised to complete planned enhancements to Jack Layton Ferry Terminal.

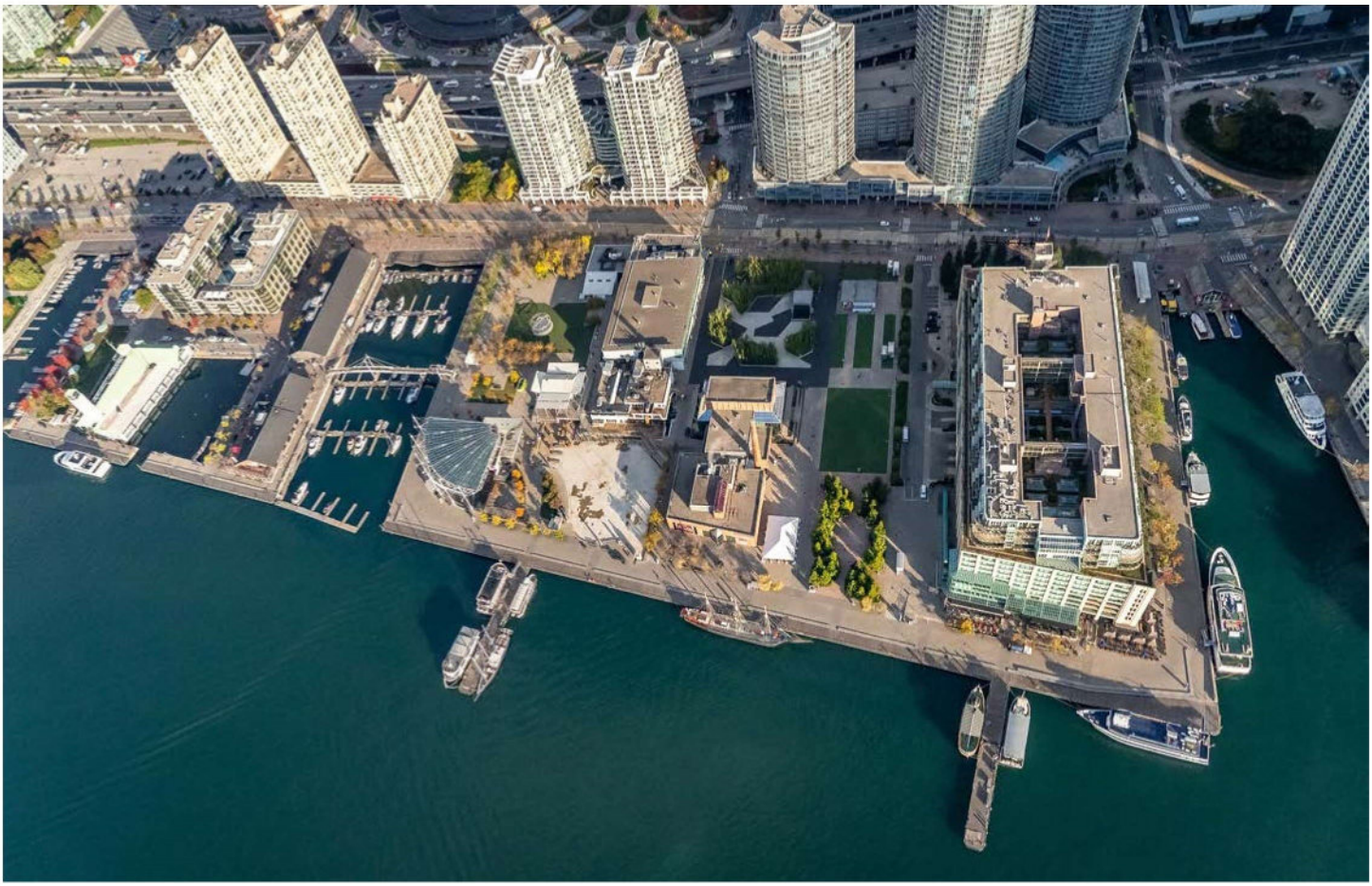
FUTURE: Over the next five years, we'll continue to roll out our internationally recognized public art program and respond to partnership requests on new parks and promenades. We also hope to engage partners and supporters to realize new public places by the lake (see New Potential sections on pages 52–55) that will further enhance mobility and public enjoyment along the waterfront.

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RIGHT: *Underpass Park, a Waterfront Toronto project, was featured in a 2017 exhibition at New York's Cooper Hewitt Smithsonian Design Museum that focused on inclusive city-building. The curators chose this as an example of collaborative design that responds to community needs.*



BELOW: *Waterfront Toronto's public realm work is strengthening connections around the harbour in many ways—with increased pedestrian access, new parks that make the landscape more inviting and improved marine infrastructure to support waterborne transportation.*



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Public Places / New Potential

NEW POTENTIAL / An opportunity to boost mobility and enhance greenspace

Jack Layton Ferry Terminal and Harbour Square Park. Robust ferry systems define cities like Stockholm, Sydney and San Francisco. They link visitors to destinations, workers to jobs and residents to the region. In Toronto, the Jack Layton Ferry Terminal serves an important but limited function: it is constrained by the size of the ferries and the terminal structure. Built in 1972, the current terminal is increasingly stressed by the growing demand for trips to the islands—and expanding service cannot be easily supported. In partnership with the City of Toronto, Waterfront Toronto launched an international design competition to establish a compelling vision for an expanded Jack Layton Ferry Terminal and the park surrounding it. In collaboration with City of Toronto Parks, Forestry and Recreation division, Waterfront Toronto plans to study potential funding and financing models that could realize this vision while limiting the demands on municipal funding.

NEW POTENTIAL / A continuous walkway that connects people and places

Waterfront Walk. Our work to date has already dramatically expanded the number of places where people can reach the water's edge: on promenades, on playful structures like the WaveDecks at Queens Quay, or on the nearly six kilometres we've added to the Martin Goodman Trail. One of our most exciting opportunities over the next five years is to close the gaps in this growing series of lakeside pedestrian routes: to lead the design and construction of a continuous Waterfront Walk, running from the Portland Slip in the West to the Parliament Slip in the East. This cohesive promenade along the water's edge would make the shore even more active and inviting, and would help the waterfront as a destination continue on its evolution toward becoming vastly more than the sum of its parts. We've already conducted preliminary research on exceptional waterfront promenades in cities around the world. When we invited the public to identify what the top priorities for Toronto's future waterfront should be, a continuous promenade was the top answer, with over 44% of respondents prioritizing a better connected waterfront. Over the course of this plan we will pursue discussions with relevant public agencies including City of Toronto Parks, Forestry and Recreation and other potential partners about how to work together to realize this vision.

A continuous Waterfront Walk would offer pedestrians an unbroken route along the downtown lakeshore, dotted with destinations to pause and enjoy—like this candy-striped granite rock at Canada's Sugar Beach, near the foot of Jarvis Street.

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Public Places / New Potential (continued)

NEW POTENTIAL / A destination playground for fun and healthy development

Destination playgrounds, immersive play environments for children that emphasize engagement with local ecosystems, are increasingly popular in urban regeneration movements. Their attraction is explained partly by a growing body of evidence affirming that nature play can have a powerful positive effect on children's health and development. Notable examples of the destination playground form include a facility in Christchurch, New Zealand, a cornerstone of the city's recovery plan after the 2011 earthquake, and Maggie Daley Park in Chicago. Waterfront Toronto envisions a 3.6-acre destination play area with distinct zones tailored to children at different developmental stages —and we see clear potential to begin working toward this vision over the life of this strategic plan. The City of Toronto Parks, Forestry and Recreation division is keenly aware of the value of—and the public's interest in—the destination playground model; we're collaborating to explore bringing a unique version of the form to Toronto. Waterfront Toronto and the City of Toronto will work together to seek alternative funding to create a new favourite place for children by the lake.

NEW POTENTIAL / A distinctive structure to anchor and animate the surrounding public realm

Signature structure. Exceptional waterfronts often feature unique structures that become icons of their cities. The best of these structures—the Sydney Opera House is a prime example—come to define their waterfronts, anchoring local economic and cultural activities while communicating a unique identity to the world. There are several waterfront sites that have the visibility and scale suitable for a signature building or structure that would provide a magnetic gathering place, activate the surrounding public realm and catalyze new economic clusters. Over the next five years, Waterfront Toronto plans to assess the potential for a signature structure on the waterfront: consulting the public and potential partners to determine the appetite for such a project, what form it might take and where financial capacity might exist to bring it to life. One possibility for a landmark structure could be an innovative sustainable building that houses a centre of excellence in a distinct field or discipline— for instance, in the growing ecosystem of science, biomedical, environmental, human and social sciences. This site could be an architecturally significant building that also showcases Canadian leadership in an important area. Other possibilities—such as bridges or unique connective structures—could perform a different role but make important contributions to the dynamism and connectedness of the waterfront.

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New Potential

A rendering of one possible approach to the Destination Playground project at Promontory Park (see facing page for project description), a new park planned for the western tip of Villiers Island.

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Next-Generation Sustainable Communities / Working at the Intersection of Green Innovation and Inclusive City-Building

Waterfront Toronto has a record of innovation when it comes to new neighbourhoods along the lake. A decade ago we introduced Minimum Green Building Requirements to ensure that new developments on the waterfront would lead the way on sustainable design; these standards have since won international awards and been recognized as a landmark in Toronto's evolution toward a greener built environment. In 2005 we created Toronto's first independent design review panel, gathering leading experts and city-builders to ensure that waterfront revitalization projects would work together to create beautiful, visually coherent neighbourhoods along the lake. Today, at Villiers Island, a new Port Lands district currently in its planning stages, we're striving to create one of the world's first climate-positive neighbourhoods.

Quayside is our most recent exploration of what an innovative community by the lake can be. The neighbourhood has the potential to create a precedent-setting approach to building sustainable, inclusive and prosperous communities. Building on the strength of Toronto's already-thriving tech sector, Waterfront Toronto is also working to create a global hub for a new industry focused on urban innovation—an emerging field that is capable of developing smart, scalable ideas to improve the quality of city life not only in communities across Toronto but in urban centres around the world. Waterfront Toronto's partnership with technology and other firms is just one example of what's possible for Waterfront Toronto as the corporation explores new ways to leverage advanced materials, entrepreneurship, intellectual property and partnerships to draw new revenue models and funding channels.

The Waterfront Innovation Centre, a 350,000 square foot office and retail facility now under construction at 125 Queens Quay East. According to Urban Toronto, this Menkes development, the majority of its space already leased, will "support the emergence of East Bayfront as a prime waterfront live-work-play community within minutes of Union Station."

PAST: Innovation and sustainability have been central to Waterfront Toronto's city-building approach from our earliest projects. Indeed, our Minimum Green Building Requirements helped inform the standards that are now used across the City of Toronto.

PRESENT: We recently launched a new Resilience and Innovation Framework for Sustainability, the next chapter in our continually evolving approach to green city-building. We're also working with Sidewalk Labs to explore the possibilities of a community where advanced technology supports the outcomes —economic, social, and environmental— that matter to Canadians.

FUTURE: Waterfront Toronto will receive a Master Innovation and Development Plan (MIDP) from Sidewalk Labs early in 2019, proposing an approach to the revitalization of Quayside. We'll consider this plan against our established evaluation criteria, and in consultation with government stakeholders and the public. We expect to issue a decision on whether to proceed with the plan by the end of 2019. If our Board of Directors approves the plan, we'll begin work on implementation agreements amid continued consultation with all stakeholders. Implementation would be subject to municipal approvals, as well as federal and provincial regulations.

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SECTION 5

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Waterfront Toronto has a record of achieving strong results with the public resources entrusted to us and of managing public investments with efficiency and transparency. This section presents an overview of the resources that will fuel our work over the next five years, and lays out the capital investments we expect to make as we deliver the next phase of waterfront revitalization. The pages that follow also outline some of the structures that guide our work—such as our risk management framework and our performance measurement system—and help us to ensure that our organization is positioned for resilience, accountability and success.

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Business Model and Funding

This strategic plan covers the period from April 1, 2019 to March 31, 2024. Over the next five years Waterfront Toronto anticipates government funding contributions totalling roughly $1.1 billion and land contributions in kind totalling $86 million, as well as $92 million in revenues from sources such as leases and land sales, for a total of approximately $1.3 billion from fiscal 2019/20 through 2023/24.

Waterfront Toronto will invest this funding in key infrastructure related to its priority initiatives: The Port Lands flood protection initiative ($1.0 billion), Complete Communities ($186 million), Public Places ($56 million), Next-Generation Sustainable Communities (Quayside) ($10 million) as well as Strategic Initiatives and Other, such as office space, technology, and capacity, required to deliver these projects ($24 million). These planned investments total approximately $1.3 billion. Investments across these project areas support Toronto City Council-approved precinct plans and have been articulated in our past business and implementation plans.

We anticipate that these investments of public funds will yield returns that considerably exceed the original outlay. To date, through the business model described on pages 32 and 33, the $1.2 billion in public funds invested in our work have stimulated over $10 billion in new private-sector investment. Details on the economic benefits of our work are detailed in the Performance Measurement section on page 67. Key project milestones associated with our investments over the next five years, as well as financial plan details, are outlined in Appendix 1, which focuses on the next fiscal year (2019/20), and Appendix 2, which focuses on the full five-year planning horizon (2019/20-2023/24).

Our access to a $40 million credit facility is a key financial foundation of this strategic plan, which optimizes the use of cash throughout multiple project lifecycles. This is an important capability because the timing of the funding and/or revenues we receive and the infrastructure investments we need to make do not always coincide. Waterfront Toronto will continue to use our borrowing access responsibly, with full accountability to governments.

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5-Year Outlook

Waterfront Toronto has already received funding commitments from governments for the work described above: the Port Lands flood protection initiative, and the continuation of approved projects related to Complete Communities and Public Places (see pages 48 to 51). By the conclusion of our five-year planning period in 2023/24, we expect these projects to be 98% complete.

In addition to our core, funded projects, we've identified four new initiatives that are consistent with our mandate and for which we see considerable potential for new partnerships and private philanthropic support. Three of these projects (Destination Play, Waterfront Walk, and Jack Layton Ferry Terminal and Harbour Square Park) would fall under our "public places" project portfolio; the fourth (Signature Structure) would be a potential anchor for a complete community and economic cluster. The realization of these projects would require $400 million over ten years. While the four "New Potential" projects are currently unfunded, our plan is to source initial new funding to complete initial business cases and feasibility studies prior to proceeding further.

Waterfront Toronto plans to develop new capacity in fundraising and partnerships beginning in fiscal 2019/20. A vital first step in this work was realized in 2017 when we obtained Qualified Donee status from the Canada Revenue Agency under the Income Tax Act. This new status will enable us to work alongside our partners at the City of Toronto to connect with the growing number of institutions and private donors who are enthusiastic about directing philanthropic investments toward civic placemaking projects and the public realm. We'll undertake this new partnership and philanthropy work based on shared values and principles, and with the aim of developing an appropriate funding/fundraising model that diminishes our reliance on government funding and realizes new opportunities that advance our mission.

The five-year outlook summarized in this document may change; any revisions to the funding and investment mix expressed in this strategic plan will be reflected in future documents, including the one-year plans that we'll continue to publish annually. The next such corporate plan is forthcoming in December 2019. The areas Waterfront Toronto understands to be most subject to change include:

- *Implementation of Quayside MIDP.* This Rolling Five-Year Strategic Plan is currently limited to the evaluation of a Master Innovation and Development Plan (MIDP). The implementation of the MIDP and the approval by Toronto City Council of a Business and Implementation Plan are not reflected in this plan as they are not yet defined.
- *Waterfront transit.* Government plans are not finalized, and therefore our potential planning and coordination role in the delivery of transit by the lake is uncertain.
- *Villiers Island implementation.* Similar to Quayside, a Business and Implementation Plan will be required for the new neighbourhood on this city-owned parcel of land and will also be subject to approval by Toronto City Council.

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Five-Year Investment Plan

Complete figures underlying this visualization of our planned investments over th

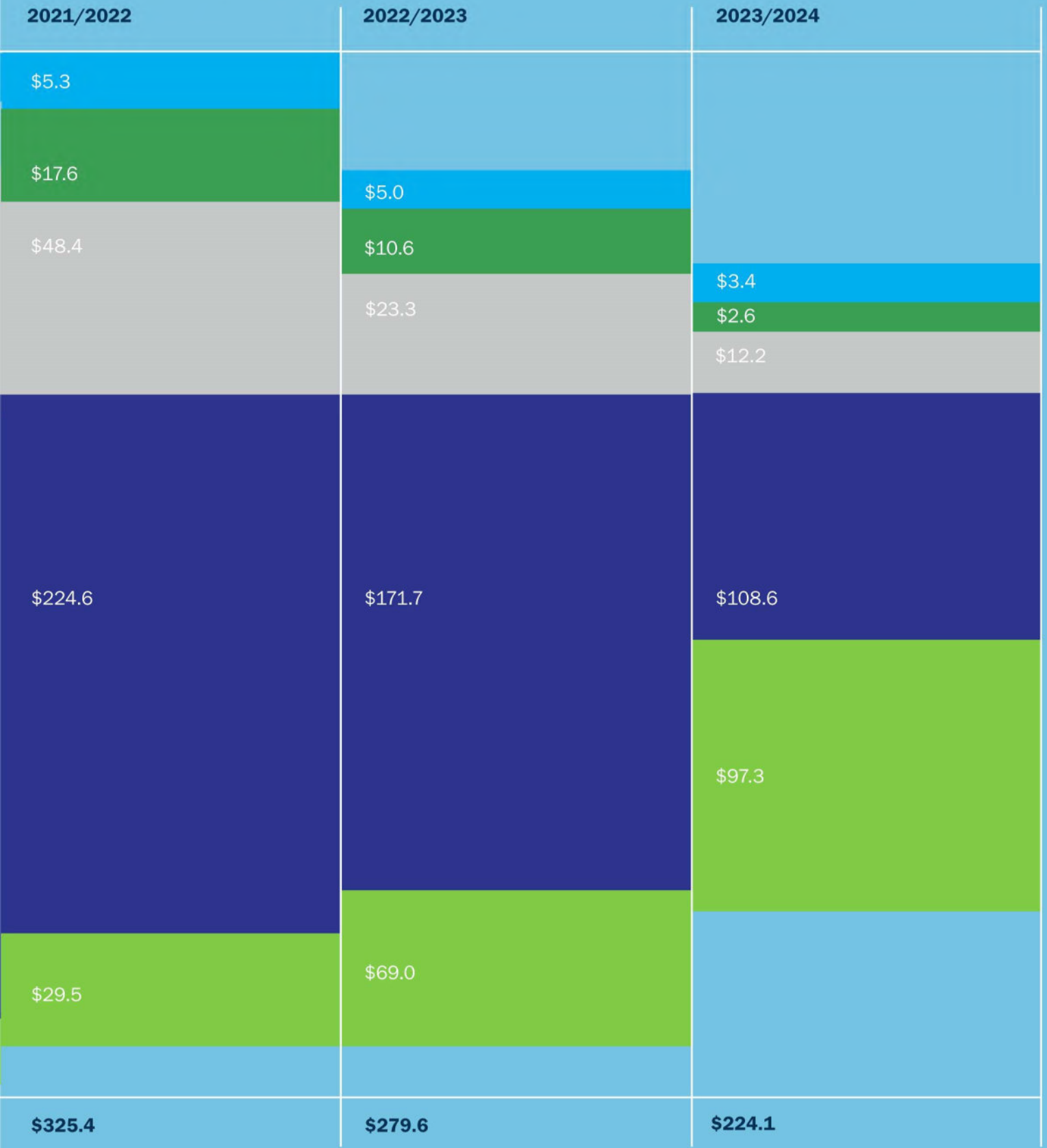


	2019/2020	2020/2021
Strategic Initiatives/Other	$5.6	$5.1
Public Places: York & Rees Street parks, public art, ferry terminal upgrades, The Bentway	$13.2	$12.0
Complete Communities: master planning, civic infrastructure, and environmental work	$50.8	$51.3
Next Generation Sustainable Communities: master innovation and development plan for Quayside	$10.4	
Port Lands: flood protection and related infrastructure	$245.1	$264.7
New Potential: currently unfunded; see pages 52 to 55		$9.8
Total Investment Plan	**$325.1**	**$342.9**

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e next five years are in Appendix 2.

Figures are in millions



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Corporate Operating Costs

Waterfront Toronto acts as a project delivery agent for the three orders of government. The responsibilities and obligations of each government and of Waterfront Toronto are defined under contribution agreements or delivery agreements that cover specific projects and initiatives. Under these agreements Waterfront Toronto is typically contracted to plan and build municipal infrastructure assets; once these assets are complete, they're transferred to the City of Toronto to own and maintain.

In carrying out this role, Waterfront Toronto incurs corporate operating costs related to our staff team and contractors, office space, technology (basic office tools as well as specialized project management and financing software), communications (which includes public engagement activities such as town halls, as well as outputs like our website and annual reports), and transparency and accountability (for instance, internal and external audits and fees for experts on our oversight bodies such as the Capital Independent Monitor for the Port Lands and the Design Review Panel).

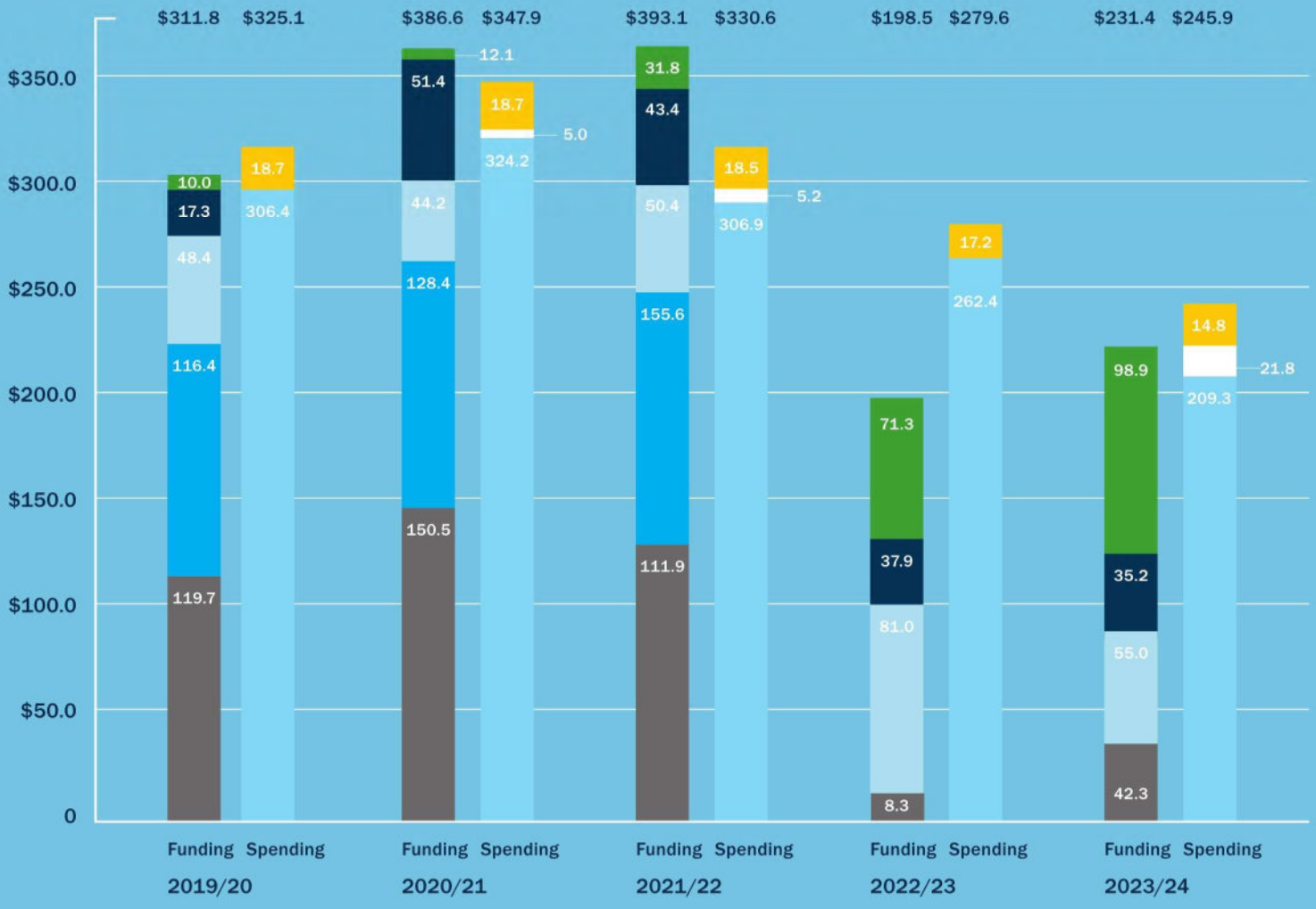
These expenditures, which directly support the projects Waterfront Toronto delivers, represent about six percent of the total direct capital expenditure under our management. In the past, the costs associated with Waterfront Toronto's project delivery work have not been fully covered through our funding agreements with governments and the shortfalls have been covered from revenue streams, such as land sales and property rental income. One objective of this plan is to move toward funding arrangements in which Waterfront Toronto can recover the full project management costs required to achieve the results governments task us with delivering.

Corporate Operating Costs	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
Operating Expenditure (OpEx)	$ 18.70	$ 18.70	$ 18.50	$ 17.20	$ 14.80
Capital Expenditure (CapEx)	$ 306.40	$ 324.20	$ 306.90	$ 262.40	$ 209.30
Total Expenditures	**$ 325.10**	**$ 342.90**	**$ 325.40**	**$ 279.60**	**$ 224.10**
% OpEx of CapEx	**6%**	**6%**	**6%**	**7%**	**7%**

Figures are in millions

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Waterfront Toronto's funding and spending mix 2019/20–2023/24



Non Gov
Canada
Ontario
Toronto
Unfunded

OpEx
CapEx
Reserve

Figures are in millions

The chart above summarizes Waterfront Toronto's funding and expenditure mix over the next five years. The visualization illustrates:

- that the vast majority of our planned expenditures are direct capital investments (94%)
- our strategic objective of diversifying our funding sources beyond governments
- planned expenditures that are currently unfunded are mainly all "New Potential" projects
- the planned creation and maintenance of a contingency reserve of at least $25 million. We intend to use funds from the sale of Waterfront Toronto-owned land to create this fund, and hold the resources in reserve as a program level contingency and to cover any costs (e.g. those associated with ending lease agreements and other contracts) that may arise in the eventual completion and/or cessation of our mandate.

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Resilience, Risk Management, and Accountability

Waterfront Toronto navigates a complex business environment in order to implement its revitalization work, which involves a range of major infrastructure projects, as well as diverse partners and stakeholders. This business environment presents a number of significant risks associated with individual capital projects, as well as those that affect the entire enterprise.

We manage and mitigate these risks by applying an Enterprise Risk Management (ERM) framework developed by the senior management team and internal committees, and approved and overseen by our Board. The overall objective of the ERM framework is to ensure that Waterfront Toronto can identify and mitigate key risks associated with the Corporation's ability to achieve its strategic objectives.

The ERM framework applies the widely used "three lines of defence" approach to risk management and control, assigning clear roles and responsibilities to:

1. risk owners (in particular, the project and financial managers) who execute projects and operational functions on a day-to-day basis;

2. entities that oversee risk, including the Corporation's Enterprise Risk Taskforce, Program Management Office, and Technical Advisory and Peer Review Panels; and

3. assurance mechanisms, such as Waterfront Toronto's internal audit function and independent capital monitor role, both designed to ensure that risk management systems and controls are working effectively.

The first two lines are directly accountable to Waterfront Toronto's senior management. The third line is accountable to the Board and the Finance, Audit, and Risk Management Committee, as well as to senior management. This separation of roles not only enhances accountability by clarifying responsibilities, it helps to reveal and address blind spots to ensure that Waterfront Toronto is proactively identifying and managing risks.

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Measuring Waterfront Toronto's Performance

Performance measures have been in place at Waterfront Toronto for a number of years to assess our economic, social and environmental achievements in relation to our mission and mandate. We report on our performance regularly through annual reports and our Corporate Social Responsibility reporting, which uses Global Reporting Initiative (GRI) guidelines—global best practice for reporting on a range of economic, environmental and social impacts. Using the Integrated Performance Framework, we communicate our enterprise level operating and project delivery outcomes to our Board, management and government stakeholders as well as the wider public.

The Integrated Performance Framework is composed of concrete measures across a range of dimensions that indicate our success or failure in delivering meaningful results and outcomes for the people of Toronto, Ontario and Canada. We've been publicly reporting our indicators and outcomes for a number of years using a consistent framework.

As we embark on a new five-year strategic plan, Waterfront Toronto is refreshing our Integrated Performance Framework to align it with the initiatives and priorities in this document. We have designed our refreshed framework to be:

- *Complete and Relevant:* indicators cover all seven elements of our legislated mandate; these indicators were selected for their relevance to the policy priorities set by the government stakeholders.
- *Measurable and Reliable:* wherever possible we use performance indicators for which objective, accurate and quantitative data are available. We seek out indicators that are tracked consistently over time to allow the analysis of longitudinal trends.
- *Understandable:* we select and define our performance indicators so they're clear and easily understood by the general public, as well by representatives of our government stakeholders and industry partners. Where possible, we adopt benchmarks that are widely used in development and city building.
- *Mutually Exclusive:* we use performance indicators that independently measure elements of Waterfront Toronto's mandate and operations to avoid double-counting.

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Success for Waterfront Toronto is:		Waterfront Toronto will measure success by:	Actual 2001-2017	Annual Target 2019/20	5 Year Target 2019-2023
1. Enhancing economic value • Waterfront Toronto will create new employment opportunities during the development of waterfront lands • Waterfront Toronto developments will lead to new businesses on the waterfront that will provide ongoing employment opportunities • The developments on the waterfront will lead to increased taxes for all three governments and contribute economic value for the Canadian economy	**1.1**	Jobs: Full time years of employment during construction	14,100	2,000	10,800
		Jobs: Full time years of ongoing employment	5,000	N/A — 5 year measure	5,000
	1.2	Taxes: New taxes to City, Provincial and Federal governments	$848 M	$75 M	$373 M
	1.3	Total economic value added to the economy	$1,900 M	$200 M	$1,100 M
	1.4	Labour Income	$1,100 M	$140 M	$724 M
2. Enhancing social and cultural value • Waterfront Toronto will be a world leader in design excellence and waterfront planning that will make Canadians proud of the Toronto waterfront • Waterfront Toronto will develop spaces that are accessible to all income levels	**2.1**	Number affordable housing units developed	496	80	729
	2.2	Number of market housing units developed	1,767	553	3,133
	2.3	Number of design awards	90	5	25
	2.4	Number of new permanent public art installations	9	1	7
	2.5	Percentage of projects with Design Review Panel support at the end of the design review process	100%	100%	100%
3. Creating an accessible and active waterfront for living, working and recreation	**3.1**	Acres of new parks and public spaces	77	2	31
	3.2	Kilometers of new trails and pedestrian connections (PATH; walkways, bridges; enhanced crossings)	17	-	13
	3.3	Number of events on the waterfront	74	>10	>50
4. Implementing a plan in a fiscally responsible manner • Waterfront Toronto will work within the funding provided and will continuously search out new revenue sources to support the development of the waterfront • Waterfront Toronto will use thorough processes to set and manage the project budgets	**4.1**	Percentage of competitive procurements by dollar value	New measure	>95%	>95%
	4.2	Percentage of projects over $10 million completed within 5% of budget (in the last five years)	95%	90%	90%
	4.3	Percentage of projects over $10 million completed within six months of original schedule (in last five years)	New measure	90%	90%
5. Implementing a plan in an environmentally responsible manner • The developments on the waterfront will meet the needs of the present without compromising the ability of future generations to meet their own needs • Waterfront Toronto will develop its plans for the waterfront with a focus on the resilience of the surrounding environment	**5.1**	Number of acres committed to climate positive	82.7	82.7	82.7
	5.2	Intelligent & Connected Extent of broadband coverage (number of people with access)	New measure	N/A — 5 year measure	9,328
	5.3	Biophilic square metres of aquatic habitat created	119,173	120,000	120,000
	5.4	Biophilic meters of waterfront access	5,840	2,700	13,567
	5.5	Human Experience-Drive Average distance to access transit	500m	500m	500m

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Success for Waterfront Toronto is:	Waterfront Toronto will measure success by:		Actual 2001-2017	Annual Target 2019/20	5 Year Target 2019-2023
6. Financially self-sustaining designated waterfront area • Waterfront Toronto's enabling works will mean that the residential and commercial developments are financially feasible for private developers, without government support	**6.1**	Increase in residential sales prices per square foot	New Measure	N/A — 5 year measure	2%
	6.2	Total population (residents, students, workers)	6,300	3,200	16,000
7. Promoting and encouraging involvement of the private sector • Waterfront Toronto will assist other Canadian businesses succeed through partnerships	**7.1**	Number of new development and/or strategic partnerships cultivated	30	2	15
	7.2	Private sector dollars invested in waterfront developments	$10 billion	$0.5 billion	$3 billion
	7.3	Value of philanthropic, corporate sponsorship, non-government sourced contributions	$25 million	>$nil	$206 million
8. Encouraging public input • Waterfront Toronto will foster public trust in its current and planned activities • Waterfront Toronto will build public awareness of its past, current and planned activities	**8.1**	Number of digital media hits	New measure	>500	>2,500
	8.2	Number of public and/or stakeholder meetings held	>324	>20	>100
	8.3	Number of media (i.e. radio, tv, print, online) references to Waterfront Toronto and its initiatives	New measure	2,500	>10,000
	8.4	Number of times Waterfront Toronto staff have presented at conferences and industry events	New measure	100	400
	8.5	Number of public meeting attendees self-identifying as residing outside the designated waterfront area	New measure	25%	25%

Note: Waterfront Toronto will update the above performance measures related to its legislative mandate annually through its subsequent Corporate Plans and also formally report back on achievements in its Annual Report issued in June each year.

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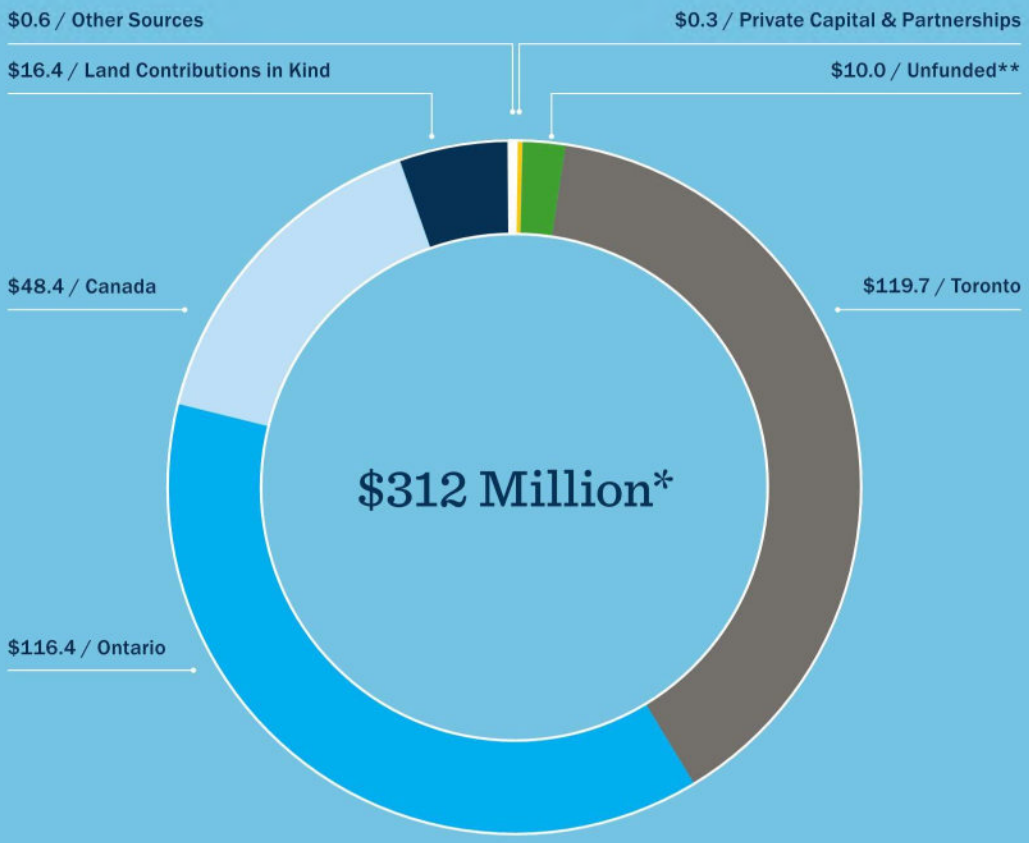
Appendix 1: 2019/20 Key Milestones & Financials

Major Milestones		2019/20 Budget
The Port Lands	• Complete design for three bridges (Cherry Street North, Cherry Street South and Commissioner Street bridge) • Commence deep soil mixing for project site • Commence site preparation and demolition works	$245
Complete Communities	**Bayside** • Complete construction for Aitken Place Park • Select non-profit operator for affordable housing site **Stormwater and sanitary sewer infrastructure** • Complete concrete building shell and install treatment equipment for Stormwater Facility (SWF) • Final commissioning of Sanitary Pumping Station on permanent power • Construct in-water pipe for SWF **Queens Quay East Revitalization** • Negotiate acquisition of land related to road realignment and associated approvals.	$51
Public Places	• York & Rees Street Parks: Complete detailed design • Jack Layton Ferry Terminal: Complete Implementation Strategy Plan • Implement one permanent public artwork as per the public art strategy, as well as 4-5 temporary public art activations • Substantial construction completion of the pedestrian and cycling bridge for The Bentway	$13
Next Generation Sustainable Communities (Quayside)	• Evaluate Master Innovation and Development Plan (MIDP) through Evaluation Framework • Execute Public and Stakeholder Engagement strategy on MIDP, including with governments • Prepare Business Implementation Plans (BIPs) as required for the MIDP and in support of municipal approval process Prepare and Negotiate Principle Implementation Agreements (PIAs) as required for the MIDP • Subject to approval of MIDP, initiate MIDP governance structure and PIAs as it relates to Real Estate, Infrastructure, Intellectual Property and Digital Governance	$10
Strategic Initiatives / Other	• Resiliency Assessment: Undertaking study to assess future climate risks and ongoing stresses • Build new corporate capabilities and competencies in fundraising and partnerships • Provide ongoing core support for the Port Lands	$0.5 $0.5 $5
Total		**$325**

Figures are in $ millions

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Appendix 1: 2019/20 Funding Plan



Figures are in $ millions

***** The difference between total 2019/20 investments of $325 million and total 2019/20 funding of $312 million arises from work deferred from 2018/19 to 2019/20 with funding already in place in 2018/19.

****** The $10 million unfunded portion of the 2019/20 Plan relates to $7.6 million of costs associated with Quayside MIDP Development and $2.4 million of corporate operating costs, both of which will temporarily be funded with the Corporation's borrowing facility until future land sale revenues are realized.

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Appendix 2: Five Year Financials

	Budget	Forecast				
	Fiscal Year 2019/20	**Fiscal Year 2020/21**	**Fiscal Year 2021/22**	**Fiscal Year 2022/23**	**Fiscal Year 2023/24**	**Total Expenditures**
Priority Projects						
The Port Lands	**$ 245.1**	**$ 264.7**	**$ 224.6**	**$ 171.7**	**$ 108.6**	**$ 1,014.7**
Flood Protection Landform	146.6	141.5	126.3	89.9	75.5	579.8
Roads and Services	31.7	47.0	45.6	43.0	14.9	182.2
Bridges	51.4	64.8	29.9	15.8	2.5	164.4
Parks and Public Realm	15.4	11.4	22.8	23.0	15.7	88.3
Complete Communities	**$ 50.8**	**$ 51.3**	**$ 48.4**	**$ 23.3**	**$ 12.2**	**$ 186.0**
Queens Quay East Revitalization	14.8	15.7	26.1	10.5	-	67.1
Other East Bayfront Public Realm	1.7	13.4	14.8	2.6	12.2	44.7
Bayside Infrastructure	11.4	10.9	5.4	9.1	-	36.8
Storm Water and Sanitary Sewer Infrastructure	15.8	2.7	0.5	0.2	-	19.2
Other	6.0	4.8	0.7	0.3	-	11.8
Quayside Soil & Environmental Management	1.0	1.1	0.9	0.6	-	3.6
Dockside Infrastructure	0.1	2.7	-	-	-	2.8
Public Places	**$ 13.2**	**$ 12.0**	**$ 17.6**	**$ 10.6**	**$ 2.6**	**$ 56.0**
York and Rees Street Park	3.7	8.6	10.7	5.3	0.1	28.4
Public Art	1.1	2.1	6.9	5.3	2.5	17.9
The Bentway	8.0	1.0	-	-	-	9.0
Jack Layton Ferry Terminal	0.4	-	-	-	-	0.4
Other	0.0	0.3	-	-	-	0.3
Next Gen Sustainable Communities	**$ 10.4**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 10.4**
Quayside MIDP Evaluation	10.4	-	-	-	-	10.4

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	Budget	Forecast				
	Fiscal Year 2019/20	**Fiscal Year 2020/21**	**Fiscal Year 2021/22**	**Fiscal Year 2022/23**	**Fiscal Year 2023/24**	**Total Expenditures**
Priority Projects						
Strategic Initiatives/Other	**$ 5.6**	**$ 5.1**	**$ 5.3**	**$ 5.0**	**$ 3.4**	**$ 24.4**
Non Recoverable Corporate Overhead	4.6	4.6	4.6	4.6	3.4	21.8
Innovative and Sustainability Initiatives	0.5	0.4	0.7	0.4	-	2.0
Other Initiatives	0.5	0.1	-	-	-	0.6
Subtotal—Priority Projects	**$ 325.1**	**$ 333.1**	**$ 295.9**	**$ 210.6**	**$ 126.8**	**$1,291.5**
New Potential Projects						
Signature Structure	-	-	10.0	30.0	40.0	80.0
Waterfront Walk	-	4.5	9.0	18.0	27.0	58.5
Jack Layton Ferry Terminal & Park	-	4.0	8.0	16.0	24.0	52.0
Destination Play at Promontory Park	-	1.3	2.5	5.0	6.3	15.1
Subtotal—New Potential Projects	**$ -**	**$ 9.8**	**$ 29.5**	**$ 69.0**	**$ 97.3**	**$ 205.6**
Grand Total	**$ 325.1**	**$ 342.9**	**$ 325.4**	**$ 279.6**	**$ 224.1**	**$ 1,497.1**

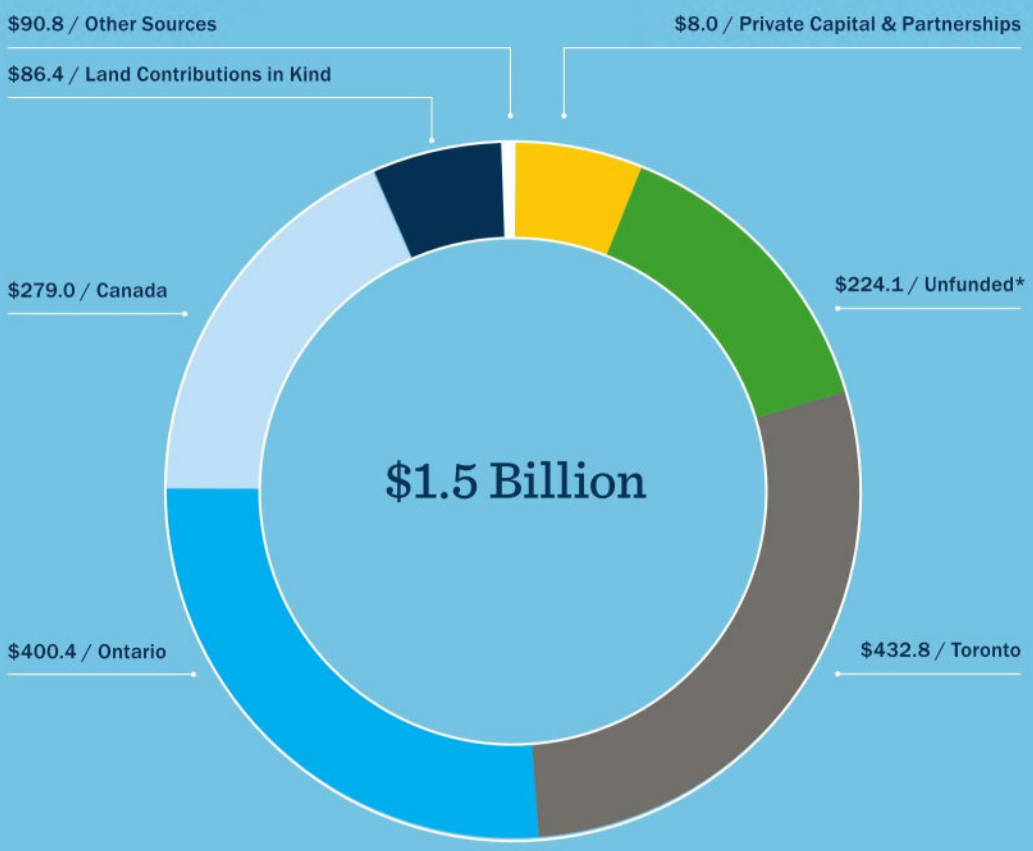
Figures are in $ millions

Note: The budget and forecast numbers above are inclusive of the annual corporate operating budget figures outlined in Appendix 3. Corporate operating costs are charged to projects based on direct staff hours required to deliver the project using a full cost recovery hourly rate. Full cost recovery hourly rates are determined based on actual direct costs of staff in the Development, Project Delivery and Planning & Design business units, together with a burden rate for indirect, core support costs such as occupancy costs, technology, audit fees, insurance, corporate communications and staff in core support roles such as accounting, finance, IT, legal and board governance, procurement and human resources.

As outlined on page 64, some projects do not currently have sufficient project funding to fully recover the indirect portion of the corporate operating cost, and as such Waterfront Toronto must use alternative sources of revenues to fund these.

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Appendix 2: 2019/20–2023/24 Funding Plan



Figures are in $ millions

***** The $224.1 million unfunded portion of the Five Year Strategic Plan comprises all of the New Potential Projects ($205.6 million) together with $11 million of corporate operating costs and $7.6 million of Quayside MIDP Evaluation costs. The New Potential Projects will not be initiated until funding has been secured for these projects. The remaining unfunded portion of $18.6 million will be temporarily funded with the Corporation's borrowing facility until future land sale revenues are realized.

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Appendix 3: Corporate Operating and Capital Budgets

		Budget	Forecast			
Corporate Operating Budget	**2018/19**	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
General and Office Administration	$ 1.4	$ 1.9	$ 1.9	$ 2.0	$ 1.8	$ 1.2
Accountability and Governance	0.4	0.4	0.4	0.4	0.4	0.4
Information and Technology	0.5	0.6	0.6	0.6	0.5	0.4
Human Resources	15.4	14.7	14.7	14.5	13.5	12.0
Public Engagement and Communication	0.6	0.6	0.6	0.6	0.6	0.5
Sub-total before Amortization	**$ 18.3**	**$ 18.2**	**$ 18.2**	**$ 18.1**	**$ 16.8**	**$ 14.5**
Amortization	$ 0.5	$ 0.5	$ 0.5	$ 0.4	$ 0.4	$ 0.3
Total Corporate Operating Budget	**$ 18.8**	**$ 18.7**	**$ 18.7**	**$ 18.5**	**$ 17.2**	**$ 14.8**
Corporate Operating Costs recovered from Projects	$ 14.2	$ 14.1	$ 14.1	$ 13.9	$ 12.6	$ 11.4
Corporate Operating Costs Funded by Other Sources	$ 4.6	$ 4.6	$ 4.6	$ 4.6	$ 4.6	$ 3.4
Total Corporate Operating Budget	**$ 18.8**	**$ 18.7**	**$ 18.7**	**$ 18.5**	**$ 17.2**	**$ 14.8**

Corporate Capital Budget	**2018/19** (revised)	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
Technology Infrastructure	$ 1.3	$ 0.3	$ 0.3	$ 0.3	$ 0.3	$ 0.3
Fascilities Improvement	0.6	0.3	0.1	0.1	0.1	0.1
Total Corporate Capital Budget	**$ 1.9**	**$ 0.6**	**$ 0.4**	**$ 0.4**	**$ 0.4**	**$ 0.4**

Figures are in $ millions

Note: By first quarter 2019/20 we expect all major upgrades such as the Enterprise Resource Planning system and the office space reconfiguration to be complete. As such, the Corporate Capital Budget in this Plan is focused largely on maintaining a state of good repair. These costs are amortized over a three year and five year period respectively, and this cost is reflected above in the Amortization line within the Corporate Operating Budget.

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Our Executive Team

Michael Nobrega
Interim President and CEO

Meg Davis
Chief Development Officer

Chris Glaisek
Chief Planning and Design Officer

David Kusturin
Chief Project Officer

Marisa Piattelli
Chief Strategy Officer

Lisa Taylor
Chief Financial Officer

Leslie Gash
Senior Vice President, Development

Julius Gombos
Senior Vice President, Project Delivery

Pina Mallozzi
Vice President, Planning and Design

Cameron MacKay
Vice President, Strategic Communications and Engagement

Kristina Verner
Vice President, Innovation, Sustainability, and Prosperity

Ian Beverley
General Counsel

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Join us online

Waterfront Toronto
20 Bay Street, Suite 1310, Toronto, ON M5J 2N8
T. 416.214.1344 / info@waterfrontoronto.ca / waterfrontoronto.ca

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WATERFRONTToronto

Board of Directors Meeting

FRIDAY, DECEMBER 7, 2018 3:30PM TO 4:30PM

WATERFRONT TORONTO

20 BAY STREET, SUITE 1310

TORONTO, ON, M5J 2N8

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WATERFRONToronto

Meeting Book - Board of Directors Meeting

Open Session Agenda

3:30 p.m	1. Motion to Approve Meeting Agenda	Approval	H. Burstyn
3:35 p.m.	2. Declaration of Conflicts of Interest	Declaration	All
3:40 p.m.	3. Motion to go into Closed Session	Approval	All

Closed Session Agenda

The Board will discuss item 4, being the Board Closed Session Discussion, in a Closed Session as permitted by By-Law No.2 of the Corporation. The exception relied for the discussion of item 4 in Closed Session is Section 6.1.1(b) (Personal matters about an identifiable individual, including employees of the Corporation) of the By-Law No. 2. The Committee will continue in Open Session at the end of the Closed Session to discuss and vote on any resolutions pertaining to the Closed Session.

3:40 p.m.	4. Board Closed Session Discussion	Information	All

Cover Sheet - Page 3

4:20 p.m.	5. Motion to go into Open Session	Approval	All

Open Session Agenda

4:25 p.m.	6. Resolutions Arising from the Closed Session	Approval	All
4:30 p.m.	7. Motion to Terminate the Meeting	Approval	All

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Agenda Item	Item 4 - Board Closed Session Discussion
Purpose	**For information**
Key Message	No materials are being provided for this agenda item. Information will be provided at the meeting.
Areas of note/ Key issues	This agenda item will be discussed in Closed Session.
Expected Outcome	**The Board will have a Board Closed Session Discussion.**
Key Takeaways/ Next Steps	Not applicable at this time.

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Board of Directors Meeting

THURSDAY DECEMBER 6, 2018 8:30AM TO 12:30PM

WATERFRONT TORONTO

20 BAY STREET, SUITE 1310

TORONTO, ON, M5J 2N8

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WATERFRONToronto

Meeting Book - Board of Directors Meeting

Open Session Agenda

8:30 a.m.	1. Motion to Approve Meeting Agenda	Approval	H. Burstyn
8:35 a.m.	2. Declaration of Conflicts of Interest	Declaration	All
8:40 a.m.	3. Consent Agenda	Approval	All
	Draft- Minutes of Oct 11, 2018 Board Meeting - Page 4		
8:50 a.m.	4. Chair's Opening Remarks	Information	H. Burstyn
8:55 a.m.	5. CEO Report	Information	M. Nobrega
	CEO Report - Page 9		
	Appendix 1 to CEO Report - Corporate Dashboard - Page 16		
9:00 a.m.	6. Motion to go into Closed Session	Approval	All
	Closed Session Agenda The Board will discuss the matter outlined in items 7 (Discussion of Confidential Provincial Information), 8 (Rolling Five-Year Strategic Plan) and item 9 (a) (Committee Chairs' reports - Investment, Real Estate and Quayside Committee Chairs' Report) inn a Closed Session as permitted by By-Law No.2 of the Corporation. The exceptions relied upon for the discussion on item 7 is Section 6.1(1)(i), item 8 is Section 6.1(1)(a) and item 9 (a) is Section 6.1(1)(l) of By-Law No. 2. The Board will continue in Open Session at the end of the Closed Session to discuss and vote on any resolutions pertaining to the Closed Session.		
9:00 a.m.	7. Discussion of Confidential Provincial Information	Information	M. Piattelli/C. MacKay
	Cover Sheet - Page 17		
9:30 a.m.	8. Rolling Five-Year Strategic Plan	Approval	L. Taylor
	Cover Sheet - Page 18		
	Rolling Five-year strategic Plan - Page 20		
10:15 a.m.	9. Investment, Real Estate and Quayside (IREQ) Committee Co-Chairs' Report	Information	M. Mortazavi
	Cover Sheet - Page 98		
	IREQ Committee Chair's Report - Page 100		
	(Attachment) Summary – WT Goals and Objectives - Page 102		
	(Attachment) Evaluation Structure Diagram - Page 103		
	(Attachment) MIDP Program Dashboard - Page 104		

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10:45 a.m.	10. Motion to go into Open Session	Approval	All
	Open Session Agenda		
10.50 a.m.	11. Resolutions Arising from the Closed Session	Approval	All
	Draft - Resolution(s) Arising from the Closed Session - Page 106		
11:00 a.m.	12. Stakeholder Relations (SR) Committee Chair's Report	Information	J. Shim
	Cover Sheet - Page 107		
	SR Committee Chair's Report - Page 108		
11:10 a.m.	13. Finance, Audit and Risk Management (FARM) Committee Chair's Report	Information	S. Henderson
	Cover Sheet - Page 110		
	FARM Committee Chair's Report - Page 112		
11:30 a.m.	14. Chairs Committee Chair's Report		H. Burstyn
	Cover Sheet - Page 115		
	Chairs Committee Chair's Report - Page 117		
12:00 p.m.	15. Motion to go into Closed Session	Approval	All
	Closed Session Agenda The Committee will discuss item 16, being the Board Closed Session Discussion, in a Closed Session as permitted by By-Law No.2 of the Corporation. The exception relied for the discussion of item 16 in Closed Session is Section 6.1.1(b) (Personal matters about an identifiable individual, including employees of the Corporation) of the By-Law No. 2. The Committee will continue in Open Session at the end of the Closed Session to discuss and vote on any resolutions pertaining to the Closed Session.		
12:00 p.m.	16. Board Closed Session Discussion	Information	H. Burstyn
12:15 p.m.	17. Motion to go into Open Session	Approval	All
	Public Session Agenda		
12:20 p.m.	18. Resolutions Arising from the Closed Session (if any)	Approval	All
12:25 p.m.	19. Chair's Closing Remarks	Approval	H. Burstyn
12:30 p.m.	20. Motion to Terminate the Meeting	Approval	All

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MINUTES of the Meeting of the Board of Directors of the Toronto Waterfront Revitalization Corporation 20 Bay Street, Suite 1310, Toronto, Ontario Thursday, October 11, 2018 at 8:30 a.m. local time.

PRESENT: Helen Burstyn, Chair
Michael Nobrega (Interim CEO)
Susan Henderson
Sevaun Palvetzian
Jeanhy Shim
Janet Rieksts-Alderman
Steve Diamond
Mohamed Dhanani

ABSENT: Mazyar Mortazavi
Denzil Minnan-Wong
Meric Gertler

IN ATTENDANCE **WATERFRONT TORONTO**
Chris Glaisek (Chief Planning and Design Officer)
Meg Davis (Chief Development Officer)
Marisa Piattelli (Chief Strategy Officer)
David Kusturin (Chief Project Officer)
Lisa Taylor (Chief Financial Officer)
Julius Gombos (Vice President Project Delivery)
Cameron MacKay (Vice President Communications)
Ian Beverley (General Counsel)
Rose Desrochers (Director, HR and Admin)
Kathleen Niccols (Governance Consultant, Waterfront Toronto)
Aina Adeleye (Board Administrator and Legal Assistant)

Also, in attendance for part or all of the meeting, were Adam Redish, Assistant Deputy Minister, Chris Giannekos, Associate Deputy Minister, Cham Whitehead, Manager, Ontario Ministry of Infrastructure (MOI), Jayne Naiman, City of Toronto Waterfront Project and Shawn Tippins, Senior Analyst, Investment, Partnership and Innovation Branch, Infrastructure Canada.

The Chair, Helen Burstyn, took the chair and appointed Ian Beverley to act as secretary of the meeting.

With notice of the meeting having been sent to all Directors in accordance with the Corporation's By-laws and a quorum of Directors being present, the Chair called the meeting to order at 8:35 a.m. and declared that the meeting was duly constituted for the transaction of business.

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1. Motion to Approve Agenda

ON MOTION duly made by Susan Henderson, seconded by Jeanhy Shim and carried, it was **RESOLVED** that the Agenda for the October 11, 2018 meeting was approved, subject to the addition of a presentation by Cameron McKay on the Quayside Communications Strategy to be included in the IREQ Committee Chairs' Report in Closed Session.

2. Declaration of Conflicts of Interest

Susie Henderson informed the Board of her engagement as the North American Leader, Infrastructure, Investment and Economics of GHD Advisory, Austin, Texas, USA and her awareness of Waterfront Toronto's ongoing engagements with GHD Canada, and she is in discussions with Ian Beverley regarding the potential conflict. Ian Beverley confirmed that this was being reviewed and Ms. Henderson will be advised accordingly.

3. Consent Agenda

ON MOTION duly made by Steven Diamond, seconded by Janet Rieksts-Alderman and carried, it was **RESOLVED** that the Minutes of the July 31, 2018 meeting of the Board of Directors were approved as presented.

4. Chair's Remarks

Helen Burstyn welcomed everyone to the meeting and noted the key items for discussion at the day's meeting.

Ms. Burstyn provided a recap of her interview with Metro Morning CBC News on October 10, 2018 where she responded to various questions posed regarding Waterfront Toronto's ongoing projects.

5. CEO's Report

The CEO's Report was taken as read and received by the Board for information. Directors remarked on the new approach taken in the Report and suggested an amendment to the attached dashboard.

6. Motion to go into Closed Session

In accordance with By-Law No. 2 of the Corporation and **ON MOTION** made by Helen Burstyn, seconded by Michel Nobrega and carried, the Board **RESOLVED** to go into Closed Session to discuss Items 7, 8, 9(a) and 9(b). The exception to the Open Meeting Law relied on for the discussion of Items 7, 8, 9(a) and 9(b) in Closed Session are Sections 6.1(1)(i), 6.1(1)(a), 6.1(1)(l) and 6.1(1)(a) of the By-Law No. 2 of the Corporation, respectively.

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The Chair requested that members of the public exit the meeting.

7. Discussion of Confidential Provincial Information

8. Rolling Five-Year Strategic Business Plan

9. Committee Chairs' Reports

a) Investment, Real Estate and Quayside (IREQ) Committee Chairs' Report

b) Finance, Audit and Risk Management Committee Chair's Report

10. Motion to go into Open Session

ON MOTION made by Helen Burstyn, seconded by Susan Henderson and carried, the Board **RESOLVED** to go into Open Session.

11. Resolutions Arising from the Closed Session

There were no resolutions arising from the Closed Session discussion.

12. Committee Chairs' Reports (Continued)

a) Finance, Audit and Risk Management (FARM) Committee Chair's Report

The Board took the FARM Committee Chair's report presented by Janet Rieksts-Alderman as read.

Ms. Rieksts-Alderman presented the request for capital approval of $12.2 million for the construction of The Bentway Phase 2, Pedestrian and Cycling Bridge (the "Project") in line with the Waterfront Toronto Capital Approval Policy dated May 4, 2015 (the "Policy").

ON MOTION, duly made by Janet Rieksts-Alderman, seconded by Michael Nobrega and carried, it was **RESOLVED** that the Board of Directors hereby approves, that:

1) Management proceed as the Project Delivery Agent for The Bentway Phase 2 Bridge Project on behalf of the City of Toronto;

2) Capital investment of $12.2 million in government funding be approved to allow for the commitment of The Bentway Phase 2 Bridge Project costs, **CONDITIONAL UPON** execution of a Delivery Agreement in a form and substance satisfactory to management in the amount of $12.2 million between The City of Toronto and Waterfront Toronto; and

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3) The Bentway Phase 2 be tendered using the General Contractor – Lump Sum Tender method due to cost certainty, overall cost and schedule compliance.

Ms. Rieksts-Alderman reported that the FARM Committee understands that the Policy will be reviewed with Management to consider reviewing to it.

b) Chairs Committee Chair's Report

The Board took the Chairs Committee Chair's report presented by Helen Burstyn as read.

To assist the Board in the selection of a new Chief Executive Officer, the Chairs Committee, by resolution, delegated authority to management to select the executive search firm through Waterfront Toronto's procurement process.

Rose Desrochers updated the Board on the process for the search for the new CEO and highlighted the key deadlines/milestones for the process, which culminates in the selection of a new CEO.

Helen Burstyn presented the draft 2019 Board and Committee meeting calendar for consideration. Management confirmed that calendar invites will be sent to directors in the weeks to follow.

13. Motion to go into Closed Session

In accordance with By-Law No. 2 of the Corporation and **ON MOTION** made by Helen Burstyn, seconded by Steve Diamond and carried, the Board **RESOLVED** to go into Closed Session to discuss Item 14. The exception to the Open Meeting Law relied on for the discussion Item 14 in Closed Session is Section 6.1.1(b) of the By-Law No. 2 of the Corporation.

The Chair requested that members of the public, management and other staff exit the meeting.

14. Board Closed Session Discussion

15. Motion to go into Open Session

ON MOTION made by Helen Burstyn, seconded by Michael Nobrega and carried, the Board **RESOLVED** to go into Open Session.

The Chair requested that members of the public, management and other staff rejoin the meeting.

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16. Closing Remarks

The Chair thanked everyone for attending the meeting. She reminded the Board of the date of the next meeting and wished everyone a safe trip to their destination.

17. Adjournment of the Meeting

There being no further business, **ON MOTION** made by Helen Burstyn and seconded by Michael Nobrega and carried, it was **RESOLVED** that the meeting be adjourned at 12:38 p.m. local time.

Chairman	Secretary of the Meeting

DRAFT

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WATERFRONTToronto

Board of Directors Meeting – December 6, 2018
Item 5 - CEO Report
Michael Nobrega

The CEO Report is organized to provide the Board with high level updates on current corporate and operating matters that have been and are being undertaken by Waterfront Toronto. The majority of the issues have been vetted and considered at the November 2018 meetings of the Stakeholder Relations, Investment, Real Estate and Quayside (IREQ), Finance, Audit and Risk Management (FARM) and Chairs Committees and posted on the BoardEffect platform. A dashboard is attached as Appendix 1 to this CEO Report that illustrates the status of key issues for Board information.

Corporate Matters

Strategic Plan

The Rolling Five-Year Strategic Plan (2019/20 -2023/24) (the "Plan") is included in this meeting's Board material for final consideration and approval. The Plan, along with one and five-year financial projections included in Appendix 2 to the document, is to be approved by the Board and made public on/before December 31, 2018.

The Plan, totaling $1.5 billion, is built on continuing to excel on delivering on our portfolio of existing projects ($1.3 billion), as well as taking on four more potential projects (Jack Layton Ferry Terminal and Harbour Square Park; Waterfront Walk; a Destination Playground and a Signature Structure) totaling $206 million. The Plan is labelled a "Rolling Five Year Strategic Plan" as the intent is to update the Plan on an annual basis as many projects and activities undertaken by Waterfront Toronto can stretch into years for regulatory reasons or need to be shelved because of changed circumstances or lack of funding – and a rolling plan will accommodate such changes.

As noted in the September 2018 CEO Report, the Plan is a shared document between Board and management – and it has worked out that way. The Board members actively participated in the evolution of the Plan, once management prepared and released an initial first draft. A significant majority of Board members weighed in with their views and provided very insightful feedback and direction. The initial draft also was shared with the three levels of government and they provided timely input.

The Plan before the Board is, therefore, a broad representation of the input to the initial draft received from the Board members and the three levels of government. In management's view, the Plan is a realistic document that expands the envelope of what the Corporation has achieved to-date but is sufficiently anchored to its mandate and accomplishments on the waterfront to guide future accomplishments.

The Finance, Audit and Risk Management Committee was fully briefed on the Plan at its November 29, 2018 meeting and recommended that the Plan be approved by the Board.

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CEO Search

Boyden Toronto has been selected as the search firm for the recruitment of the new CEO of Waterfront Toronto. The firm was founded in 1946 and is a global leader in the executive search industry with more than 70 offices in 40 countries.

There were 11 submissions in response to Waterfront Toronto's request for proposal and 2 firms made the short list. Boyden Toronto was the unanimous choice of the selection committee which was comprised of senior executives of Waterfront Toronto.

Boyden Toronto was selected based on its understanding of the attributes required of the new CEO including: (i) extensive experience in the governance and workings of a board, with a broad range of skills, appointed by government shareholders; (ii) operational experience in leading a multi-dimensional management team; and (iii) communication skills to represent Waterfront Toronto in public forums and the media to advance an organizational narrative that is compelling, innovative and resourceful.

The next step in the search process is for Boyden Toronto to gain a deeper understanding of the role of the new CEO through a consultation process with key members of Waterfront Toronto's senior management team and the members of a Search Committee to be established by the Board at today's meeting. The search process is expected to be completed in the first quarter of 2019.

Port Lands Flood Protection Project

The Port Lands Flood Protection (PLFP) Project is an infrastructure project requiring an investment of $1.25 billion by the three levels of government, each funding 1/3 of the project. The project is a comprehensive plan for flood protecting the southeastern portion of downtown Toronto – including parts of the Port Lands, South Riverdale, Leslieville and the First Gulf/Unilever development site – that are at risk of flooding from a massive storm event. Consequently, these areas are undevelopable and economically underutilized until the flood risk is removed. The primary objective of the project is to provide a flood protection infrastructure that will be integrated with the natural habitat and public open spaces and enable development of lands which would, otherwise, not be developable. The Rolling Five-Year Strategic Plan that the Board is considering at this Board meeting elaborates on several features of the project and its economic impact to the waterfront.

The 90% design phase is nearing completion for the Cherry Street Realignment project, 60% design completion has been achieved at this time for the three new bridges, and the River Valley System and the Don Greenway. The three design consulting teams are also updating the cost estimates for their respective components. Contracts for the preliminary

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earthworks (shallow excavation), site clearing, and demolition have been awarded and construction is underway. Pilot testing to confirm construction methods for the river valley also is underway.

Revised budgets have been developed for the 23 projects within the PLFP based on the 30% design cost estimates and the design optimization as part of the review of the 30% design submissions. Further optimization measures are under review for implementation, if required. The Risk Register was updated to reflect updated design and construction information. Key risks to the schedule are being carefully monitored.

The IGSC (Chaired by federal Deputy Minister of Infrastructure, Kelly Gillis, with 15 representatives from the 3 levels of government) was briefed in detail on the project on Tuesday, November 13, 2018 by several members of Waterfront Toronto's management team – including the status of the project by its 4 segments: Roads and Services, Bridges and Structures, Flood Protection Features and Parks and Public Realm.

Corporate Reorganization

In September 2018, a reorganization of the Corporation was put in place to define the three operating business units through which the operating activities of Waterfront Toronto are carried out. The three C-suite management executives are Chris Glaisek (Planning & Design), Meg Davis (Development and Quayside) and David Kusturin (Project Delivery). My observation is that the reorganization has been well received by the entire organization and that the three executives are well respected by their respective teams and across the organization generally. The reorganization provides each executive with the opportunity to lead his or her respective operating business unit, with all the challenges and opportunities that leadership entails.

Succession Planning

The succession plan for the position of CEO was presented to the Board following the reorganization. The succession plan has been shared with the three C-suite management executives and four other management team members - and it has been well received.

The management team had intended to complete its succession plan for the corporate business unit and present that plan to the Board at today's meeting. The final planning has been delayed as executives have been totally absorbed in key corporate initiatives, including the provincial audit, the Rolling Five-Year Strategic Plan and the implementation of the ERP system. The activities of the corporate business unit include corporate strategy, legal, finance, and human resources – and its role is to provide the necessary leadership and infrastructure functions to the three operating business units and to

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support the Board and the Committees in carrying out their governance and oversight functions. The oversight of the provincial audit is an excellent example of the role of the corporate business unit – with the oversight led by Marisa Piattelli and Lisa Taylor, both executives in the unit.

ERP System

Waterfront Toronto's "go-live" implementation of the Enterprise Resource Planning System (ERP) has been delayed as a result of a software flaw in the Microsoft designed product.

The flaw was detected in early November 2018 and it took ten days for Microsoft's software specialists to identify the cause of the problem. Microsoft has committed to fix the software problem on a timely basis but there will be a delay of at least two months, thereby extending the "go live" implementation timing to at least January 15, 2019. In the meantime, Waterfront Toronto will continue to manage its projects using its current legacy systems.

The ERP, as a reminder, is one of the essential tools in Waterfront Toronto's commitment to upgrade its project and financial management systems to handle large projects such as The Port Lands Flood Protection Project and new projects, such as Quayside and the initiatives described in the Rolling Five-Year Strategic plan. The other essential tools include upgrading technical skills and capabilities in the Capital Program Management Office and in the corporate business unit.

Operational Matters

Indigenous Consulting

Waterfront Toronto has entered into an agreement with the Mississaugas of New Credit First Nation (MNCFN) Field Liaison Representatives whereby the Field Liaison Representatives will undertake archeological and environmental monitoring on site. The duties of the Field Liaison Representatives include:

(i) attend at project site to observe and participate in environmental and archaeological monitoring field work;
(ii) provide regular feedback to MNCFN about the environmental and archaeological monitoring field work; and

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(iii) on a monthly basis, provide feedback to Waterfront Toronto with comments and identification of any interests and concerns about the environmental and archaeological monitoring field work.

The consultation with the MNCFN and other indigenous groups is a key delivery in the Contribution Agreement between Waterfront Toronto and the government stakeholders.

Ports Toronto

Waterfront Toronto and the Toronto Port Authority are discussing the development of a memorandum of understanding (MOU) to underline the importance of the two organizations having open lines of communication at all levels and giving due consideration to each other's core service competencies when procuring services. The MOU is not intended to be a legally binding agreement but a "good faith" effort by the parties to work collaboratively on the waterfront. The initial term of the MOU will be for three years and will automatically renew for additional one-year periods, unless terminated by either party.

Quayside Project

Efforts by both parties continue on the Master Innovation Development Plan (MIDP) document. Waterfront Toronto is tracking the progress of the MIDP in accordance with the contractual obligations in the PDA.

Waterfront Toronto expects to receive a first draft of the MIDP in early 2019, with a decision on the MIDP in late 2019.

Management continues to work on: (i) its approach to evaluating the MIDP (including a dashboard for tracking milestones from stakeholder engagement to a decision on the MIDP); (ii) defining the role of the Digital Strategy Advisory Panel in reviewing and providing input in the evaluation of the MIDP; and (iii) preparing a communications strategy on the project and responding to issues which may arise on evaluation and decision-making of the MIDP.

The Inter-governmental Steering Committee (IGSC) was briefed on the Quayside project on Tuesday, November 13, 2018, including the status of the project by its 6 segments: Government Engagement, Public Engagement, Governance & Panels, Obligations and Risks, Project Management and MIDP Evaluation Framework.

The IREQ Committee was also fully briefed at its November 22, 2018 meeting.

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York St. and Rees St. Parks Design

The winning designs for York Street Park and Rees Street Park were announced in October. Claude Cormier et Associés' "Love Park" was the successful design for York Street Park. WHY Architecture and Brook McIlroy's proposal, "Rees Ridge", was the successful design for the Rees Street Park site. Pending approval of the Rolling Five-Year Strategic Plan, Waterfront Toronto will enter into a Delivery Agreement with the City of Toronto to define its role as the project delivery agent.

Administrative Matters

Financial

There are no current financial and enterprise risks impacting the organization, except the continuing "internal cost" to manage and execute on provincial audit report, Rolling Five-Year Strategic Plan and the implementation of the ERP System. For example, the internal "cost" to date to manage the provincial audit is estimated at over 3,000 hours.

An amount of $13.9 million is currently budgeted for the period December 1, 2018 to March 1, 2020 for the review and evaluation of the MIDP. This amount is projected to be covered by available internal cash resources without any draw down on Waterfront Toronto's existing $40 million credit facility; $3 million of the credit facility is currently drawn to support a letter of credit for The Port Lands Flood Protection Project.

Legal/Board Renewal

There will be eight directors whose terms expire by December 31, 2019. This is in addition to an existing vacancy and the expiry of a City Councilor's term on November 30, 2018. The composition of the Board and Board succession is part of the mandate of the Chairs Committee and Legal has brought this matter forward to the Chairs Committee at its meeting on November 29, 2018.

Human Resources

Management continues to define a list of HR priorities for the first calendar quarter of 2019, including a pay equity plan, an employee data privacy framework, and benefit coverages. An external consultant will be retained to assist on these initiatives.

Helen Burstyn and Meg Davis have been recognized in Toronto Life's 2018 Top 50 most influential people. Congratulations to both Helen and Meg.

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Miscellaneous

Following the recommendations of MNP (internal auditor) and HUB International (insurance advisor), the Corporation has selected Allianz as the insurer for a cyber security insurance policy. This policy is now in force and provides protection against cyber-crime liabilities such as network security and privacy liability. The policy limit is consistent with current liability trends and exposures.

The Stakeholder Relations, IREQ, FARM and Chairs Committees met on November 15, 22 and 29, 2018, respectively. Each of these Committees will provide reports to the Board which can be accessed to provide additional background/information on several of the topics discussed above.

The management team will be pleased to answer any of your questions during the course of today's meeting.

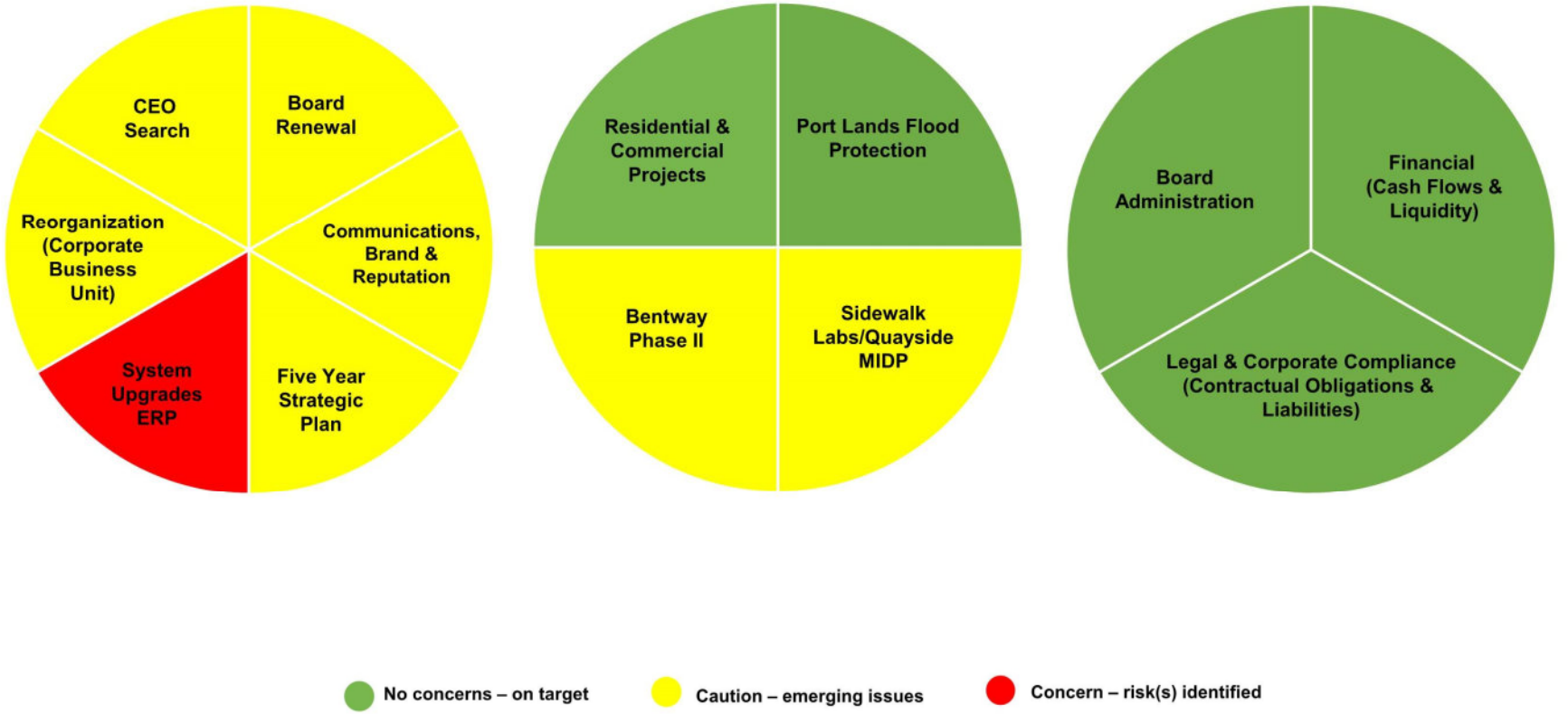
Sincerely,

Michael Nobrega
Interim CEO

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Corporate Dashboard

Corporate Matters	Project Matters	Administrative Matters



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Agenda Item	Item 7 - Discussion of Confidential Provincial Information
Purpose	**For information**
Key Message	No materials are being provided for this agenda item. Information will be provided at the meeting.
Areas of note/ Key issues	This agenda item will be discussed in Closed Session.
Expected Outcome	**The Board will receive an update regarding Confidential Provincial Information.**
Key Takeaways/ Next Steps	Management will continue its work to respond to the Confidential Provincial Information.

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Agenda Item	Item 8 - Rolling Five-Year Strategic Plan
Purpose	**For approval:** Rolling Five-Year Strategic Plan (the Plan) • The *Toronto Waterfront Revitalization Corporation Act, 2002* (the Act) requires the Board to approve the Plan on/or before December 31, 2018. • Appendix 2 of the Plan includes the one-year and five-year Financials, as required by the Act.
Key Messages	• The attached Plan, which covers the fiscal periods 2019-2020 to 2023-2024 (the Period), is a shared vision between the Board and management. It incorporates the input of Board members, management and government stakeholders. • The Plan is a high level architecture for "What" Waterfront Toronto (WT) will strive to accomplish in the Period through existing and future initiatives. The "How" and "When" for future initiatives will be vetted subsequently through business plans to be approved by the Board. • The Plan projects an expenditure in the Period of approximately $1.3 billion for existing projects which will be funded by existing signed Contribution Agreements. • The Plan forecasts $400 million for signature and aspirational projects for which funding must be raised by WT from philanthropic organizations, government agencies and the private sector. Approximately $200 million, if raised, will be spent in the Period, with the remaining $200 million to be spent subsequently. • The Financials for the Plan are premised on the assumption that WT will have access to its current $40 million credit facility with a major Canadian chartered bank. • The Plan recommends that WT Board governance be aligned with the organization's strategy. • The Plan is intended to be a rolling plan that will be updated each year to guide WT's activities and decision-making over the Period.

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Areas of note/ Key issues	• The Plan does not represent a radical departure from Waterfront Toronto's well established and successful revitalization approach. • The Plan is evolutionary rather than revolutionary in that it seizes on opportunities to leverage WT strengths in areas of growth and interest to stakeholders. • The Plan focuses on incremental growth that builds on core competencies and indicates areas where capacity must be enhanced. • The Plan profiles the significant projects already in the pipeline and adds signature projects and aspirational initiatives that, if implemented, would define the character of the waterfront. • The Plan was prepared by management, supplemented by KPMG personnel who provided facilitation and analyst support.
Expected Outcome	• **The Board will approve the Plan.** • **The resolution approving the Plan will be a resolution arising from the Closed Session that must be approved in Open Session (agenda item 11).**
Key Next Steps	Subject to any amendments at the December 6, 2018 Board meeting, the approved Plan will be provided to the three government stakeholders on or before December 31, 2018.

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Waterfront Toronto / Rolling 5-Year Strategic Plan / Past · Present · Future

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CONTENTS

SECTION 1 /
The Waterfront Story So Far 4

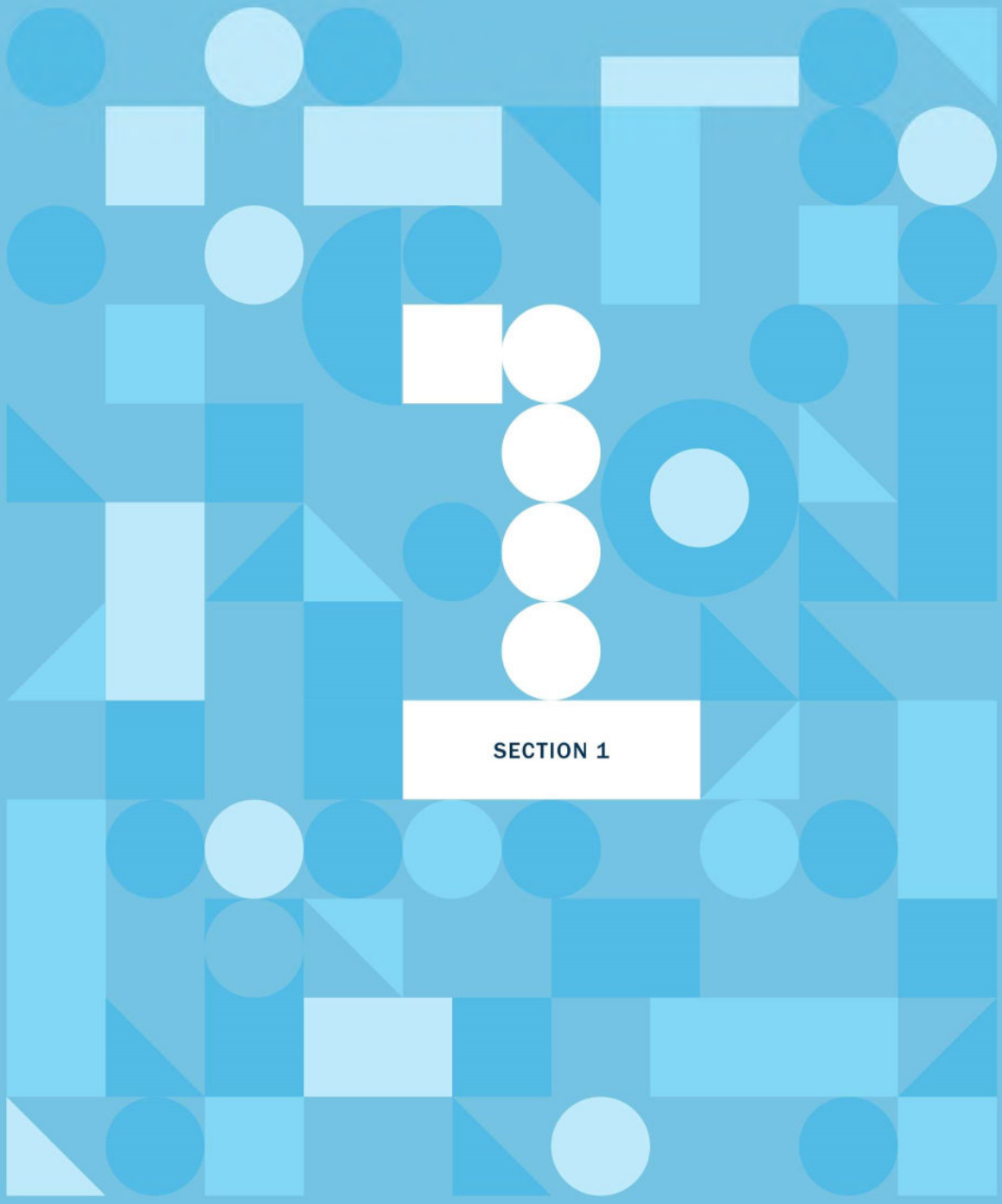
SECTION 2 /
Executive Summary 16

SECTION 3 /
Who We Are and How We Work 24

SECTION 4 /
Our Plan for 2019/20–2023/24 38

SECTION 5 /
Financials and Performance Measurement / Appendix 1-3 58

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THE WATERFRONT STORY SO FAR

Waterfront Toronto came together in 2001 to tackle big issues along the waterfront that only powerful collaboration across all three orders of government could solve.

The governments of Toronto, Ontario, and Canada laid out a clear and ambitious mandate for Waterfront Toronto: to enhance the economic, social, and cultural value of waterfront lands, and to create an accessible and active waterfront for living, working, and recreation. Governments directed Waterfront Toronto to deliver these outcomes with a high degree of fiscal and environmental responsibility; in partnership with the private sector; with active public engagement and participation; and in a way that would ultimately make the continued growth and revitalization of the waterfront self-sustaining.

The pages that follow offer an overview of our work to date, and the substantial progress we've made in transforming the lands by the lake into one vibrant and connected waterfront that belongs to everyone.

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New Neighbourhoods

The West Don Lands, pictured here, is one of several new neighbourhoods whose development Waterfront Toronto has enabled.

In 2001, this 32-hectare tract of land was underutilized, and contaminated from past industrial use. We began by remediating the soil and crafting a community-informed master plan for the area, including plans for high-quality infrastructure and public space. This foundational work made the West Don Lands an attractive target for private-sector investment, enabling us to take parcels of land to market and earn a profit for taxpayers.

As private developers got to work on new residential and commercial buildings, designed and constructed according to our rigorous sustainability requirements, Waterfront Toronto partnered with Infrastructure Ontario and others to make sure the neighbourhood would include affordable housing, social services, and neighbourhood assets–in this case a YMCA.

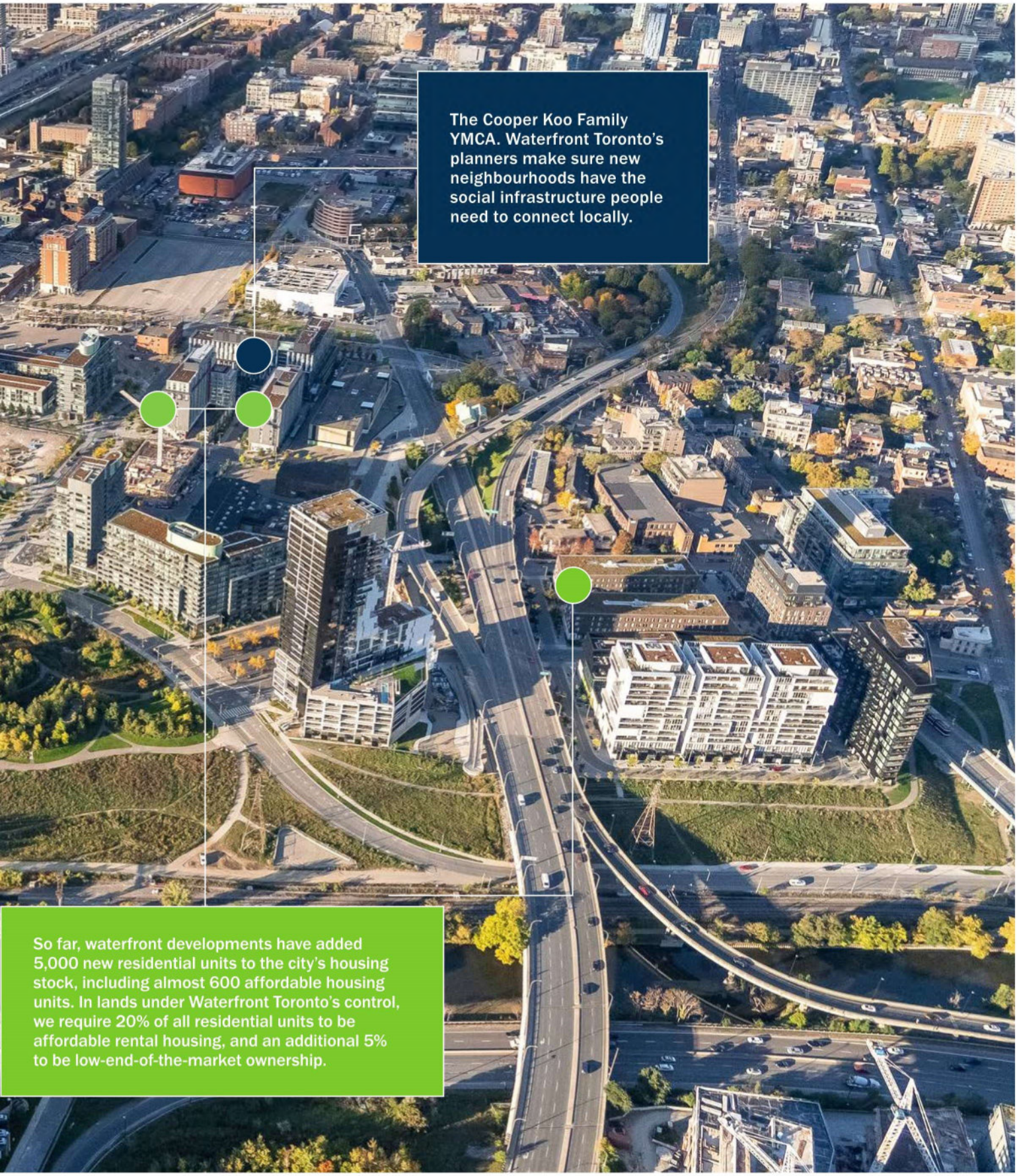
Today, this area is home to thousands of people and many successful local businesses. In 2017/18 the West Don Lands won an Urban Land Institute Global Award for Excellence and was praised as, "a global showcase of city-building...that's for and about the people it serves."



Public transit on Cherry Street. Transit and active transportation are priorities in our neighbourhood planning. We aim to situate transit stops no more than 500 metres from residential developments and major workplaces.

Corktown Common has been hailed as "Toronto's best new public space." Since 2003, Waterfront Toronto has created 25 hectares of new parks and public spaces.

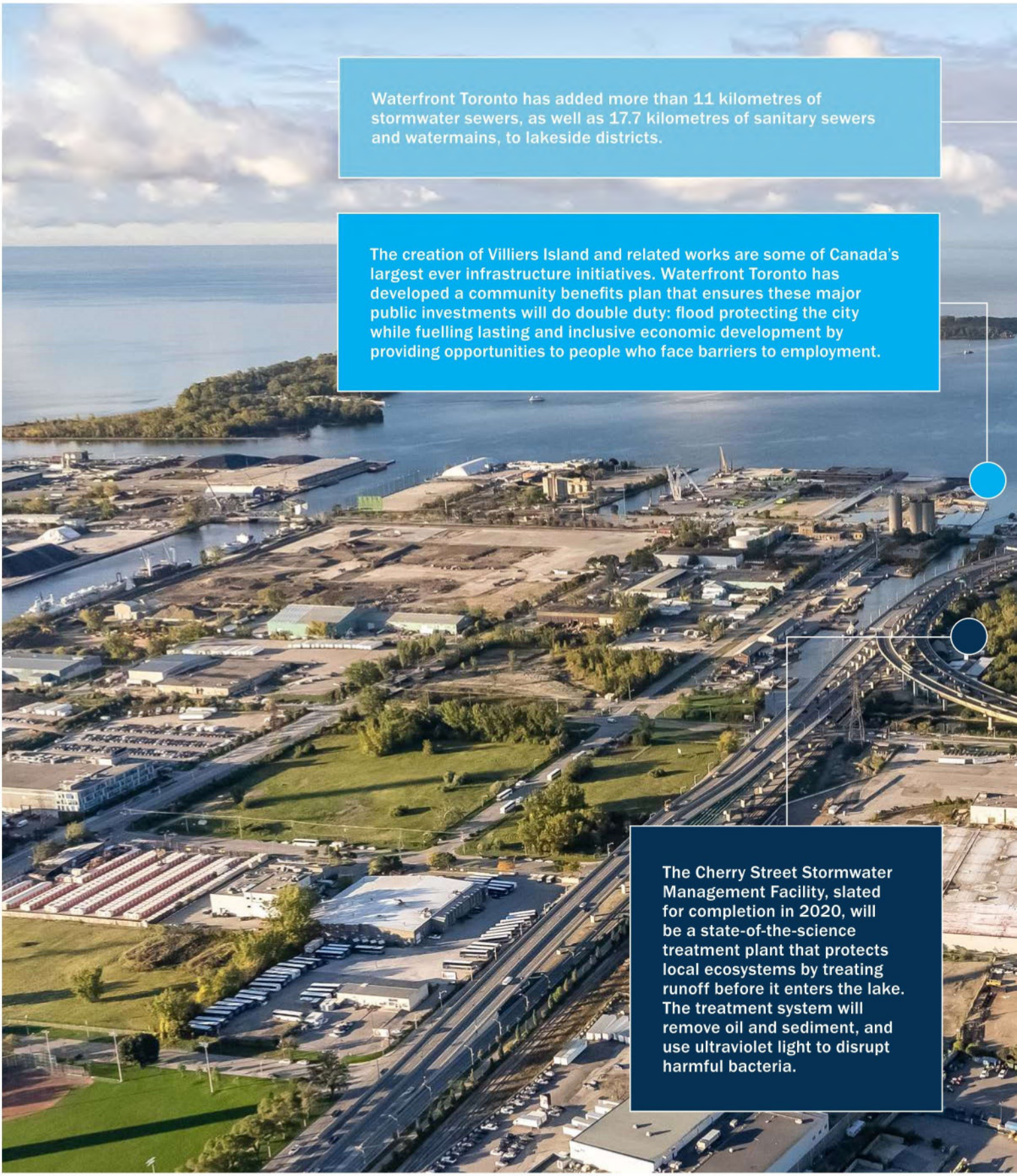
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The Cooper Koo Family YMCA. Waterfront Toronto's planners make sure new neighbourhoods have the social infrastructure people need to connect locally.

So far, waterfront developments have added 5,000 new residential units to the city's housing stock, including almost 600 affordable housing units. In lands under Waterfront Toronto's control, we require 20% of all residential units to be affordable rental housing, and an additional 5% to be low-end-of-the-market ownership.

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Flood Protection and Infrastructure

Waterfront Toronto was created to unlock the extraordinary potential of the lands along the lake. Flood protection is an essential part of that mission.

As extreme weather becomes more frequent, protecting the city from surging water is becoming an even more urgent imperative. Through Waterfront Toronto, the governments of Toronto, Ontario, and Canada are investing to meet this challenge for the benefit of homeowners, businesses, neighbourhoods and the wider economy.

We've already made significant progress, delivering flood protection landforms like the one at Corktown Common (see image). Our most substantial project, the Port Lands flood protection initiative, got underway in 2017 with a $1.25 billion contribution from the three orders of government. It's expected to be completed in 2023/24.

In addition to protecting the city from flooding, we're adding important infrastructure to manage stormwater –creating channels that allow high volumes of runoff to flow safely away from neighbourhoods while protecting the health of the lake.



The benefits of our flood protection work extend west to the financial district and east to Leslieville. Our past work has protected 210 hectares of land near the lake. Once fully realized, our Port Lands flood protection initiative will safeguard an additional 290 hectares, unlocking the development potential of prime land that represents more than a third of the designated waterfront area.

A beloved community park, Corktown Common is also a carefully designed part of the flood protection system around the Don River. Underground, a four-metre clay substructure reshapes the river's floodplain, helping to safely direct flow south to the lake when water surges.

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Attracting Investment

When Waterfront Toronto was created, the governments of Toronto, Ontario, and Canada pooled $1.2 billion in seed capital to fuel an extensive program of waterfront revitalization. The goal was to unlock the latent value of prime lands along the lake–to build prosperity and enhance quality of life.

East Bayfront, the 23-hectare development pictured here, is just one area where we created the conditions for major job-creators and post-secondary institutions to locate on waterfront lands, activating an underutilized area and building momentum for further investment.

We've attracted developers, private firms, and institutions by doing essential foundational work like crafting excellent master plans, carrying out environmental remediation and flood protection work, and collaborating on key civic infrastructure. With strong partnerships across all three levels of government, Waterfront Toronto has been uniquely equipped to solve complex city-building challenges and move revitalization forward.

Government investments in Waterfront Toronto have realized over $10 billion in new-private sector investment. The return on public sector investment has been $4.1 billion in total economic output to the Canadian economy.



Monde is the first residential project renowned architect Moshe Safdie has created in Canada since Habitat '67. Since 2000, nearly 50 major developments have been launched in waterfront districts.

Future site of the Waterfront Innovation Centre. Developed by Menkes and designed by architects Sweeny & Co, the facility's anchor tenant is WPP, a global leader in communications services. Waterfront revitalization has created more than 14,100 years of full-time employment in fields like architecture, construction, and project management.

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George Brown College's Waterfront Campus. In addition to classrooms, labs, and collaborative spaces, the Daphne Cockwell Centre for Health Sciences–promoted by the College as "one of the city's most architecturally striking learning environments, overlooking the Toronto harbour"–includes dental, hearing and other community health clinics that let students work with real patients in a supervised setting.

The headquarters of Corus Entertainment. High-quality infrastructure is one factor that's attracting major employers to waterfront districts. For instance, our partner Beanfield Metroconnect has used fibre optic technology to build Canada's first open-access ultra-high-speed broadband network, which makes internet speeds in waterfront precincts much faster than the North American average.

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We led the transformation of Queens Quay from an unfriendly arterial road with ageing infrastructure to a balanced, modern street that invites people to enjoy the lakeshore. Today the area has updated infrastructure underground, more than 150 new trees, a generous granite sidewalk, and still plenty of room for cars and light rail transit.

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Waterfront Access and Connections

Providing safe and easy access to the shores of Lake Ontario is an important part of our work. To date, we've created over 13 kilometres of trails and promenades in key areas of the waterfront, as well as a range of parks and public spaces that fascilitates active transportation and make it more fun for people to move through the city toward the water.

Every public space we create or redevelop is accessible according to the Access for Ontarians with Disabilities Act (AODA). This includes recreational trails and beach access routes, outdoor eating areas, outdoor play spaces, parking areas, service counters, and other amenities.

In addition to making the water's edge more accessible to everyone, we ensure that new waterfront neighbourhoods are connected to the fabric of the city–with roads, transit service, and active transportation routes. These links support the success of local businesses, make the waterfront a better place to live, and help realize the vision of one connected waterfront that belongs to everyone.

- **We partnered to deliver The Bentway. In addition to providing new recreational space under the Gardiner Expressway, this linear park makes it easier and more pleasant to get to and from the lake on foot or by bike.**
- **The Queens Quay streetcar line is a key transit link to and across the waterfront. We've partnered actively with the City of Toronto, the TTC, and others to plan for intensified transit connectivity along the lake. Some new routes are already active, and bigger changes, like the East Harbour Transit Hub, are coming.**
- **The Outer Harbour Recreational Node, created in 2015, is a thoughtfully constructed outcropping that offers an accessible space for fishing, birdwatching, and simply enjoying nature. We connected it to the Martin Goodman Trail, and made shoreline improvements to offer better habitat for fish, amphibians, and native plants.**
- **The Martin Goodman Trail, which runs parallel to this stretch of Queens Quay, is a favourite route for cyclists and joggers. Waterfront Toronto has added more than 5,800 linear metres to the trail.**

Whether in parks, on beaches, or along public promenades, Waterfront Toronto has created more than 13 new linear kilometres of public waterfront access–like this stretch of The Martin Goodman Trail.



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Sustainability

Sustainability and resilience are at the heart of Waterfront Toronto's mandate and approach. In every project we deliver, we strive for a win-win: a lakeshore that supports a thriving city while sustaining healthy ecosystems.

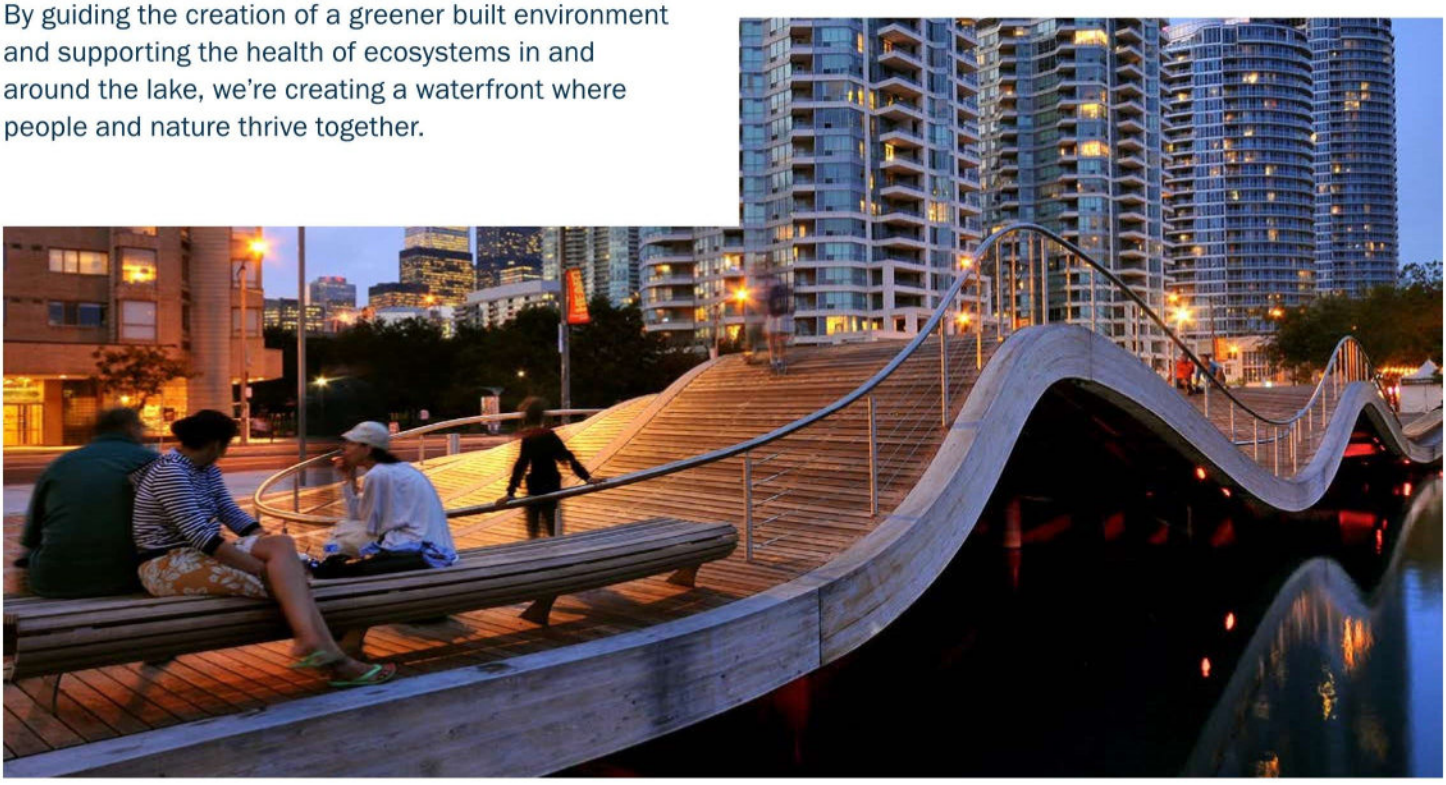
Our Minimum Green Building Requirements, which have guided the development of all new buildings on lands under our stewardship, have resulted in neighbourhoods with exceptional performance on energy consumption, low carbon emissions, and reduced waste generation. Developments constructed in line with our standards have also realized 40% energy cost savings.

We've addressed soil contamination risk in more than 65 hectares of soil, supported the development of a healthy tree canopy, and improved plant and wildlife diversity on land with carefully planned parks. Our work has also supported biodiversity in the water: we've enhanced over 118,000 square metres of marine habitat and carried out extensive shoreline remediation to create more supportive environments for fish and amphibians.

By guiding the creation of a greener built environment and supporting the health of ecosystems in and around the lake, we're creating a waterfront where people and nature thrive together.

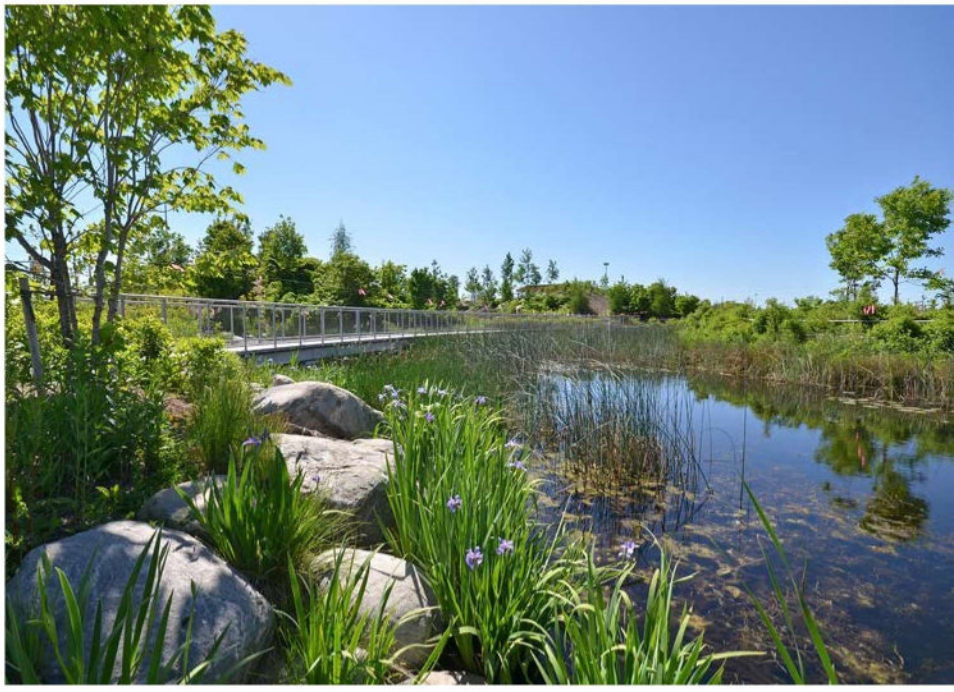
Trees on the Water's Edge Promenade, like hundreds of others across the waterfront, benefit from soil cell technology. Soil cells are composed of a tiered web of rigid boxes that prevent soil from compacting under the weight of city pavement. When revitalization is complete, all waterfront trees that don't live in parks—about 16,800 of them—will have soil-cell technology to help their roots to spread and thrive, keeping them healthy as they grow to full maturity.

Aqualina at Bayside, a Tridel development, is a landmark in sustainable residential development. It's pursuing LEED Platinum certification and will include a Net-Zero Dwelling: a distinction units can earn when 100% of their energy is supplied by zero-carbon, on-site renewable sources. Waterfront Toronto's green building standards, which have supported a culture of sustainable design in lakeside districts, have been honoured with one of the field's most prestigious awards: the Globe Award for Environmental Excellence in Urban Sustainability.



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BELOW: *In addition to providing flood protection and amenities that enhance neighbourhood life—like an athletic field and a splash pad—the 7.3 hectare Corktown Common includes an extensive landscape of marshes, prairies, and woodlands to promote biodiversity. Its plants are 95% native and Toronto-adapted species. The parks ecological richness has created a welcoming environment for wildlife and migratory birds.*

LEFT: *When we built the Wavedecks, we enhanced the marine habitat underneath by installing a variety of structures such as river-stone shoals, boulders, root balls, and logs. These structures support plant growth and increase shelter and foraging opportunities. The number and diversity of fish species in the area have increased markedly over the last decade.*

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EXECUTIVE SUMMARY
WATERFRONT TORONTO'S ROLLING FIVE-YEAR STRATEGIC PLAN: 2019/20–2023/24

Toronto is attracting growing international attention as an open, safe, and inclusive city filled with opportunity. The next five years will be a defining time for Toronto –and the waterfront can be a place that embodies the city's values and ambitions, while communicating a unique identity to the world. Waterfront Toronto's government partners have an opportunity to harness growing development momentum in one of the world's most promising city-building landscapes, fuelling economic growth and innovation while prioritizing inclusion, enhancing quality of life, and setting new standards in sustainability.

This plan describes how Waterfront Toronto proposes to extend its record of success, working with our stakeholders and the public to realize the next phase in a revitalization process that's already begun to establish the waterfront as a magnet for investment and jobs; a model for inclusive urban design and development; and a source of pride for Canadians.

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"The Water Guardians," by Jennifer Marman and Daniel Borins, one of eight permanent public art installations in waterfront districts. While the strength of our public art program attracts outstanding artists from across Canada and around the world, all of our commissions to date have been fabricated in Ontario.

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In 2001, the governments of Toronto, Ontario, and Canada laid out a clear and ambitious mandate for Waterfront Toronto: to enhance the economic, social, and cultural value of waterfront lands, and to create an accessible and active waterfront for living, working, and recreation.

Our Record and Approach

Since then, Waterfront Toronto has catalyzed the revitalization of nearly 100 hectares of land along the lake. Our work has added 25 hectares of new parks and public spaces, 13 kilometres of trails and promenades by the lake, roughly 5,000 new downtown housing units, (nearly 600 of them affordable), and attracted $10 billion in private-sector investment to waterfront districts, which has meant more than 14,100 years of full-time employment. With Port Lands flood protection underway, an additional 290 hectares of waterfront land will soon be unlocked for development–adding to the 210 hectares our past flood protection work has already safeguarded.

Waterfront Toronto has achieved these results through its distinct value-creation model and by playing a unique role in Toronto's development ecosystem, as a master planner, master developer, innovation partner, capital connector, and trusted public steward. Throughout its history, Waterfront Toronto has built a reputation for meaningful public consultation, for fiscal responsibility and accountability, and for leading the way on sustainability and resilience in the built environment.

Our Plan for 2019/20–2023/24

Core Commitments That Guide Our Work

Waterfront Toronto envisions a connected waterfront that belongs to everyone. Work over the next five years will be grounded in three core commitments that advance our vision.

City-building. We will continue to contribute to the urgent global conversation about how to create better cities by addressing issues like affordability, mobility, connectivity, and sustainability.

Innovation and job creation. We will continue to use smart planning and effective partnerships to create jobs and unlock even more of the enormous economic value of the waterfront.

The public good. We will continue to work in a transparent and accountable way while actively seeking public input to ensure that we're improving quality of life through every project we deliver.

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Enabling Factors That Support the Delivery of Our Plan

A new enabler, to fuel our plan and strengthen our organization

Increased capacity related to philanthropy and partnerships. Waterfront Toronto plans to develop new capacity in fundraising and partnerships beginning in fiscal 2019/20, understanding that philanthropy poses new opportunities as well as challenges, including significant resource implications for Waterfront Toronto. The Corporation obtained Qualified Donee status from the Canada Revenue Agency in 2017, which enables us to work alongside our partners at the City of Toronto to connect with institutions and private donors seeking to direct philanthropic investments toward civic placemaking projects and the public realm.

Existing enablers that are important to the delivery of our plan

Governance. Waterfront Toronto has always benefited from collaboration among the three governments. Over the next five years, continued coordination among governments across the range of mission-critical issues will strengthen Waterfront Toronto's ability to deliver this plan.

Borrowing powers. Our access to a $40 million credit facility is a key financial foundation of this strategic plan, as it enables us to optimize cashflow throughout multiple project lifecycles. This is an important capability because the timing of the funding and/or revenues we receive and the infrastructure investments we need to make do not always coincide. Waterfront Toronto will continue to use our borrowing access responsibly, with full accountability to governments.

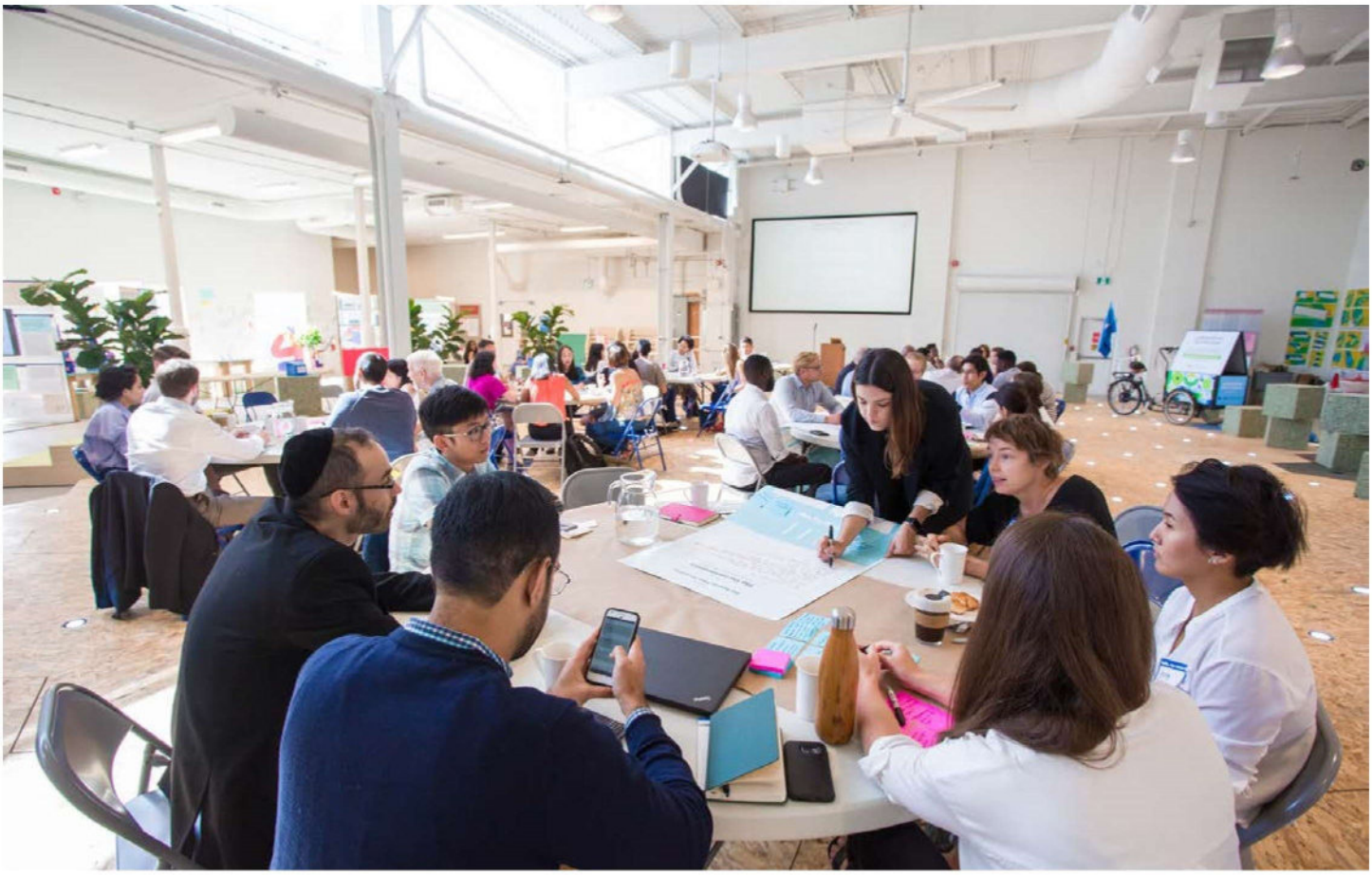
The Next Phase in Waterfront Revitalization: Projects 2019/20–2023/24

Over the next five years, in keeping with our mandate, guided by our core commitments, and supported by the three enabling factors described above, Waterfront Toronto plans to deliver a portfolio of projects that represent the next phase in the revitalization of Toronto's waterfront. These projects, which harness a combined investment of $1.5 billion over five years, are oriented toward expanding economic opportunity and increasing connectedness and mobility around the entire perimeter of Toronto Harbour: creating new destinations, a more seamless pedestrian experience, and a more robust waterborne transportation system.

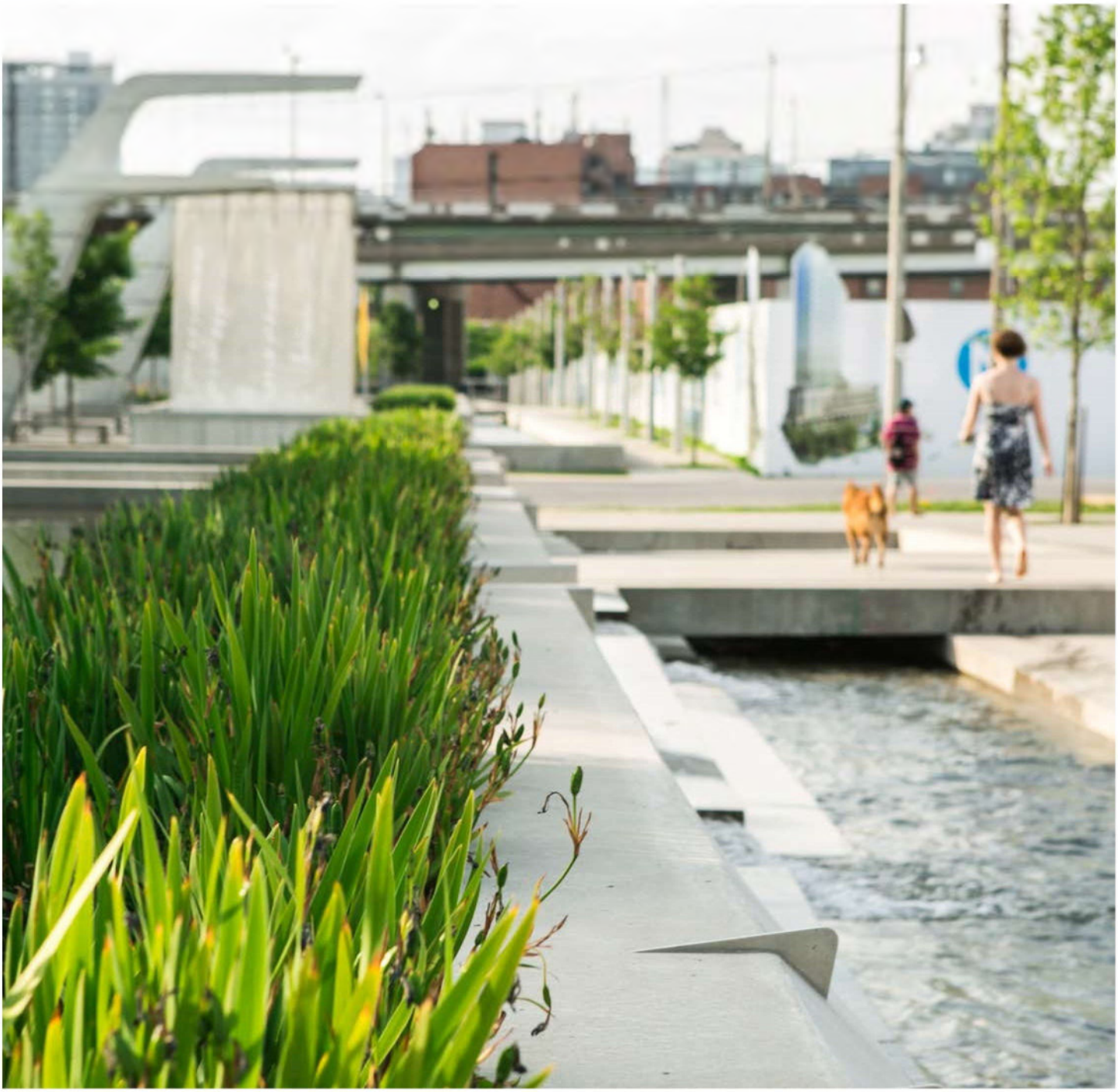
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Waterfront Toronto's public consultation approach is designed to provide all participants with a realistic understanding of the goals of the process, how decisions will be made, and the impact of their participation.



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Sherbourne Common is the first park in Canada to integrate an ultraviolet (UV) facility for neighbourhood-wide stormwater treatment into its design. Collected stormwater is treated in an underground UV facility and released from three art sculptures into this 240-metre urban river channel. It flows across the length of the 1.5-hectare park and safely into Lake Ontario.

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Priority Projects

The Port Lands Flood Protection. Enabled by a combined $1.25 billion investment from the governments of Toronto, Ontario, and Canada, this work will protect large areas of the city from flooding and unlock the development potential of 290 hectares of prime land.

Complete Communities. Through activities like master planning and infrastructure development, Waterfront Toronto will continue to ensure that the large parcels of land available for development by the lake are transformed into thriving neighbourhoods.

Public Places. Waterfront Toronto will complete work on three new waterfront parks, extend the Water's Edge Promenade, and continue to work toward an increasingly vibrant public realm–including the ongoing development of our internationally recognized public art program.

These three projects have funding commitments in place and work underway. We project that work on Waterfront Toronto's Priority Projects will be 98% complete by the conclusion of this plan at the end of fiscal 2023/24.

New Potential Projects

In partnership with other public entities, private philanthropists, and the public, Waterfront Toronto will carry out due diligence to test the feasibility of four new projects that are currently unfunded:

- A continuous Waterfront Walk that offers a seamless pedestrian experience by the lake
- A new Signature Structure to capture Toronto's identity and anchor an economic cluster
- An enhanced Jack Layton Ferry Terminal and Harbour Square Park
- A Destination Playground offering children immersive, nature-focused play

Moving Ahead

The plan that follows is a rolling five-year strategic business plan that will be updated annually as its projects evolve alongside regulatory, funding, and other factors. Waterfront Toronto will maintain its accountability for the initiatives laid out in this plan and for the stewardship of the public resources entrusted to it. Details regarding funding and Waterfront Toronto's framework to track its performance in delivering on public investments are included in the final section of this plan.

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SECTION 3

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WHO WE ARE AND HOW WE WORK

Waterfront Toronto plays a unique role in Toronto's development ecosystem. As a tri-government agency, we were built to collaborate–and we work effectively with a wide range of partners, from private developers and conservationists to community groups and social service agencies. This section provides an overview of how we create value for the public by catalyzing the development of under-utilized lands. It describes our mandate, track record, and core capabilities, and the mechanisms that help us meet high standards of transparency and accountability as we manage substantial public investments in waterfront revitalization projects. The pages that follow also articulate our work and philosophy when it comes to ensuring the public is meaningfully consulted in our planning, policy, and design processes.

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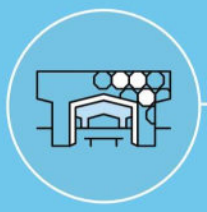
Mission & Mandate

Who We Are
Waterfront Toronto is working to create a vibrant, connected waterfront that belongs to everyone. As city-builders, we care about creating neighbourhoods, parks, destinations, and infrastructure that makes people's lives better.

Mandate
Our organization was established in 2001 by the Government of Canada, the Province of Ontario, and the City of Toronto to unlock the social, cultural, and economic potential of the waterfront. Our mandate has been to apply best practices in urban revitalization—from infrastructure and new technology to leading strategies in design and sustainable development—to over 800 hectares of underutilized land along Lake Ontario.

Record
So far, we've led or catalyzed 2.5 million square feet of development along the waterfront, adding affordable housing, commercial space, aquatic habitat, critical infrastructure and beloved public spaces. Our projects have included the West Don Lands, Corktown Commons, Underpass Park. Sugar Beach, Sherbourne Common, Queens Quay, the Port Lands, Jack Layton Ferry Terminal and The Bentway.

What We've Realized So Far



5,000
downtown homes
(600 of them affordable)



1.5mil
square feet of commercial development along the waterfront



8
public art installations



13km
of walkable space along the water



5km
in cycling connections



25ha
of cherished parks and public space

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Waterfront Toronto team members prepare host a game about great public spaces at the Christie Pits Film Festival. Our public consultation work goes far beyond what's legally required for public projects: we engage residents and other stakeholders early, so there's time to truly understand and incorporate their insights to improve the quality and relevance of our projects.

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Public Engagement: A Commitment to Transparency & Accountability

Since its creation, Waterfront Toronto has prioritized the role of public consultation in revitalizing the waterfront. We work collaboratively with individuals, communities and our partner organizations across the GTA to generate new ideas, solve problems, and meaningfully incorporate the knowledge and lived experience of the public into our planning, policy, and design processes. We believe community engagement must be conducted in a clear, transparent manner that provides all participants with a realistic understanding of the goals of the process, how decision will be made, and the impact of their participation.

Our Guiding Principles Are:

Act with Clarity and Purpose
We act with purpose, communicate our goals with accuracy and we are honest with stakeholders about their impact on the decision-making process.

Commit to an Ongoing Process
We acknowledge that engagement is an ongoing process of dialogue, dissent, consensus building, and learning. We continuously evaluate our approaches, maintain a sustained dialogue with our partners, and revisit our assumptions to ensure we are achieving our goals.

Support Diversity and Inclusion
We work hard to eliminate barriers to participation, to ensure representative, diverse, and inclusive engagement.

Cultivate Collaboration
We recognize that city-building is a shared responsibility that requires coordinated efforts. We are committed to sharing knowledge, decision-making, and resources.

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Waterfront Toronto Spectrum of Engagement

To keep pace with new standards of engagement, Waterfront Toronto has expanded its approach to ensure that the public is given an even greater opportunity to provide meaningful feedback on projects. In keeping with recognized international best practice, we've recently adopted a spectrum of engagement with categories added for "listening" and "co-creation." These new categories respond to the increasing need for people to be heard and actively involved in the creation of planning and development processes.

We currently plan, deliver and synthesize a range of public feedback opportunities that include: digital surveys, focus groups, advisory committees, community information and feedback sessions, "pop up" community activations, person-on-the-street intercepts, comment walls, questionnaires, townhalls, walking tours, newsletters, dedicated project websites, creative programming, outreach on social media, and public roundtables. After every formal community consultation, we report back to participants on how their feedback was incorporated into the overall plans through our meetings summaries, websites, blogs, and newsletters.



Inform	Listen	Involve	Co-Create	Empower
Provide the public with balanced and objective information to assist them in understanding problems, alternatives or solutions	Gather public feedback on analysis, alternative or decisions, but also collect ideas, stories and concerns.	Work directly with the public throughout the process to ensure everyone involved is consistently understood and considered.	Partner with the public in each aspect of the development including the creation of options and the identification of preferred solutions.	Providing support and resources to allow the public to make final decisions

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Core Capabilities

Our mandate lays out a distinct and multi-faceted role for Waterfront Toronto. We work as master planners, master developers, innovation leaders, trusted public stewards, and capital connectors. No other organization in the development ecosystem brings together this unique combination of core capabilities.

01

Master Planner / Waterfront Toronto is a leader in city-building. Our integrated approach to planning and design has laid the foundations for successful neighbourhoods, thriving local economies, and vibrant public spaces. Design excellence combined with thoughtful planning and an iterative process that involves the public has enabled groundbreaking, win-win solutions in waterfront districts.

02

Master Developer / As a development partner, Waterfront Toronto is uniquely able to work with public officials and regulators to develop innovative solutions that build prosperity while protecting the environment and the public interest. For instance, in the West Don Lands, Waterfront Toronto worked with Infrastructure Ontario and Toronto Region Conservation Authority to find a way to develop River City in concert with flood protection infrastructure–resulting in a vibrant neighbourhood in an area that had previously been closed to development due to flood risks.

03

Innovation Leader / Since its inception, Waterfront Toronto has emphasized innovation. We source and curate leading-edge materials, processes, and technologies–and we apply the most effective solutions to every project delivered on the waterfront. From green building standards that have been recognized internationally to the first ultra-broadband network in Canada (delivered with our partners Beanfield Metroconnect), we ensure that waterfront developments lead the way.

04

Trusted Public Steward / The backbone of Waterfront Toronto's work is its long-standing commitment to genuine public engagement. As a trusted public steward, we've established the most consultative approach in Canada and we continue to find new ways to bring the public into shaping the future of the city. For example, this year we restructured our approach to public participation around the IAP2 international standard, a recognized best practice for involving the public in an honest, meaningful, and effective way.

05

Capital Connector / We are a nimble connector that leverages public resources to attract private investment. Through powerful collaboration across all three orders of government, we use public funds to initiate carefully chosen waterfront revitalization projects, and then convene a broad range of vital partners–regulators, private sector partners, technical experts, non-profit organizations, and communities–to ensure those projects reach their full potential economically, socially, and ecologically.

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Waterfront Toronto has....established both tri-government funding [and] tri-government buy-in. Despite challenges...interviews with funding partners indicate that Waterfront Toronto has developed credibility in delivering waterfront renewal and provided a vehicle for intergovernmental cooperation that would otherwise be absent.

—

Ernst & Young LLP, Independent Performance Assessment of Waterfront Toronto, 2015

Surveying by the Keating Channel. This work is part of the Port Lands flood protection initiative, which began in December 2017 and is expected to be complete by the final year of this plan: 2023/24. See pages 8-9 and 46-47 for more on this transformative project.

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How We Create Value

Since 2000, nearly 50 major developments have been launched in waterfront districts. The combined construction value of these developments is estimated at nearly $21.5 billion, including several projects that have already been completed, are under construction or are expected to enter the market in the coming years within and near the central and eastern waterfront areas.

Waterfront Toronto's role in the extraordinary growth of development in the previously underutilized lands along the lake unfolds in five key phases:

01

Governments give Waterfront Toronto oversight over the use of public lands.

02

As Master Planner, Waterfront Toronto develops holistic master plans for waterfront precincts, laying the foundations for complete communities where people have everything they need to live, work, and play.

03

Given the contaminated, service-poor and isolated nature of waterfront lands, Waterfront Toronto risk shares with developers to attract private investment to revitalize the waterfront. In addition to taking the lead on critical infrastructure, we support a range of municipal approvals such as zoning, affordable housing commitments, and management of any environmental issues. These enabling activities allow developers to assume the marketing, financing, and construction risks.

04

Once the lands have been prepared for development, Waterfront Toronto brings them to market through a competitive process.

05

All Waterfront Toronto development projects have attracted considerable interest from developers and private investors, with returns on public investments typically amounting to multiples of the original outlay.

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Fiscal Responsibility and Accountability

Waterfront Toronto is committed not only to the careful and transparent management of public funds, but to continually refining our processes and systems to ensure that we're able to generate the greatest possible public benefit with the resources entrusted to us. Over the next five years, Waterfront Toronto will continue to demonstrate the openness, accountability, fiscal prudence, and pursuit of design excellence that have defined our approach over the past 15 years–and earned us a reputation as leading city-builders with an unwavering commitment to the public good.

Procurement Approach and Record

Waterfront Toronto's procurement policy is designed to be fair, open, and transparent. We aim to achieve maximum value for our stakeholders, invite competitive bids and proposals, and ensure accountability for purchasing decisions through well-defined authorization and oversight protocols. Since our founding, we have entered into 2,110 contracts with 782 suppliers, most of whom are in Canada. Information about our procurement history is available on our website.

Culture of Accountability

Waterfront Toronto aims to foster a culture where everyone embraces and stands up for the public-interest mission of our organization. To that end, we have a **Wrongdoing Policy,** which empowers employees and other stakeholders to voice any concerns in areas ranging from unethical business conduct to health and safety violations. In 2016 we appointed an independent, third-party **Accountability Officer** to receive and investigate any such reports. We also have an official **code of ethics** that offers guidance to our team in areas such as conflict of interest, ethical decision-making, and the handling of confidential information.

Project Planning And Management

Over the last 15 years, Waterfront Toronto has executed about 50 projects, managing a total investment of $1.3 billion. This entire project portfolio, with the exception of one project, has been delivered without material deviations in either schedule or cost. In 2017, as we embarked on larger-scale projects like the Port Lands flood remediation work, we further formalized our approach to project management and oversight with the creation of the **Capital Program Management Office (CPMO),** which both streamlined and strengthened our policies and controls. The CPMO develops project-oversight dashboard reports that update senior management, board members, and the three orders of government on project status and key risk areas, as well as any budget, cost, scope, and schedule variations. In the event that a project in process begins to present an increased risk of cost overruns, Waterfront Toronto has clear and effective mechanisms for adjusting its approach to avoid going over budget.

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Delegations of Authority
Waterfront Toronto has carefully designed processes to **direct, control, and monitor financial actions** taken by our team members. The Board delegates and delimits varying degrees of financial authority to senior management, management, and employees, in a framework designed to minimize risks and maximize efficiencies in the conduct of our business.

Openness and Transparency
Each December Waterfront Toronto's Board of Directors adopts a publicly released **Corporate Plan** for the upcoming year; our progress is monitored against this plan and reported at least quarterly. At the end of each year we release audited financial statements and an **Annual Report,** which formally reports on our progress against the previous year's plan. In cases where our results differed from our plan, we make this information clear and easy to access.

Audit Environment
Waterfront Toronto operates in a rigorous audit environment:

- **External audits.** In keeping with legislation, Waterfront Toronto's year-end financial statements are audited annually; we've had 16 such audits since our inception.
- **Internal audits.** In addition to required audits, soon after its creation Waterfront Toronto adopted the best practice of voluntarily undergoing regular, outsourced internal audits. Since 2004, we've undergone 19 audits focusing on areas of our operations ranging from procurement to project management to cybersecurity.
- **Government audits.** As part of their oversight role, the three governments perform regular audits and performance reviews of Waterfront Toronto. To date, governments have audited us on 15 occasions.

In all, over the last 15 years, Waterfront Toronto has been the subject of over 50 audits; we've used their findings to steadily strengthen and enhance our fiscal responsibility and accountability practices.

Governance and Oversight
As a tri-government organization, Waterfront Toronto is fully accountable to the governments of Canada, Ontario, and the City of Toronto. A number of oversight bodies shape the work of Waterfront Toronto.

- **Our Board of Directors,** which includes members appointed by all three orders of government (see p.37), guides our strategy, authorizes our investments, and appoints our CEO.
- **The Intergovernmental Steering Committee,** composed of senior officials from the three orders of government, is a forum where

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Waterfront Toronto and senior government stakeholders can strategize and exchange information on waterfront revitalization.

- **Government waterfront secretariats,** composed of dedicated staff at each of the three governments, provide operational oversight and support in the delivery of our mandate.

Expert Insights

Waterfront Toronto is proactive in ensuring that our work is guided by field-leading experts and aligned with best practices.

The Capital Peer Review Panel engages some of the industry's top experts in specific industry areas–such as infrastructure, project execution, and audit–to offer advice on project and program risks in developing, procuring, and implementing large projects and programs.

The Digital Strategy Advisory Panel is an arm's-length entity tasked with providing Waterfront Toronto with objective, expert advice on the responsible use of data and technology across all waterfront projects, including Quayside. It provides insight on ethics, accountability, transparency, protection of personal privacy, data governance, and cyber security.

The Design Review Panel includes some of Canada's leading experts in architecture, landscape design, engineering, and planning, and draws on their insights to support design excellence in waterfront precincts.

The Independent Capital Project Monitor (new in 2018) supports the Finance, Audit and Risk Management Committee of the Board in its project risk oversight role on the Port Lands flood protection initiative.

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Board & Committees & Panels

Waterfront Toronto's Board of Directors is made up of 12 members, including a chair, jointly appointed by the three orders of government. Our directors are highly engaged in the corporation's activities and ensure that our mandate is delivered in an accountable and transparent manner. As of November 2018 our Board has one vacancy.

Helen Burstyn, CM
Chair of the Board of Directors, Managing Director, Crescent Investment Partners

Mohamed Dhanani
Special Advisor to the President, Ryerson University

Stephen Diamond
President and CEO, DiamondCorp

Meric Gertler, CM FRSC MCIP FAcSS FBA
President, University of Toronto

Susie Henderson
North America Leader, Infrastructure Investment & Economics GHD Advisory

Denzil Minnan-Wong
Deputy Mayor for the City of Toronto, City Councilor for Ward 34, Don Valley East

Mazyar Mortazavi
President & CEO, TAS

Michael Nobrega
Former President and CEO, OMERS Administration Corporation

Sevaun Palvetzian
CEO, CivicAction

Janet Rieksts-Alderman
Managing Director, BRG's Global Capital Projects

Jeanhy Shim
President and Founder, Housing Lab Toronto

	Finance, audit & risk management committee	Stakeholder relations committee	Chairs committee	Investment, real estate, & Quayside committee
Mandate	Financial reporting, audit, enterprise risk management, and project risk management	Public engagement, communications, partnerships	Human resources, government relations, governance	Quayside, development projects, and real estate transactions
Chair	Janet Rieksts-Alderman	Sevaun Palvetzian	Helen Burstyn	Susie Henderson Mazyar Mortazavi
Other members	Susie Henderson Denzil Minnan-Wong Jeanhy Shim	Mohamed Dhanani Meric Gertler Jeanhy Shim	Susie Henderson Mazyar Mortazavi Sevaun Palvetzian Janet Rieksts-Alderman	Stephen Diamond Meric Gertler Michael Nobrega

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SECTION 4

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OUR PLAN FOR 2019–2023:
BUILDING A CONNECTED WATERFRONT THAT BELONGS TO EVERYONE

Since Waterfront Toronto was created, we've delivered more than four dozen capital projects on the lands along the lake–transforming almost 100 hectares of underutilized space into active urban places. Although our projects are diverse, they're all powered by our expertise in city-building, our focus on innovation and job creation, and our unwavering commitment to the public good.

This section summarizes the projects we plan to deliver over the next five years. Some are already underway. Others will break ground during the life of this plan. And still others are areas of new potential– ideas and possibilities we intend to explore with our stakeholders and the public as we continue to work together for a vibrant, prosperous, and connected waterfront.

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The Opportunity for Toronto, Ontario, and Canada

Toronto is at a critical juncture. It has a strong and diversified economy, a thriving cultural life, and it's earned a reputation as a welcoming destination for visitors and new immigrants. In recent years, Toronto has attracted growing international notice as an open, safe, and inclusive city filled with opportunity and potential. Toronto is also subject to many of the challenges major cities around the world face–such as affordability, mobility, accessibility, and sustainability. Demographic data shows the city has become more fractured in recent decades along lines of income and identity, and like places around the world it faces growing challenges to its infrastructure and built environment as extreme weather becomes more intense and more frequent.

Over the next five years, Toronto–and by extension Ontario and Canada, whose economies and reputations are tied to their largest city–have an opportunity to address some of the pressing urban problems of our time, while growing economically and thriving socially and culturally.

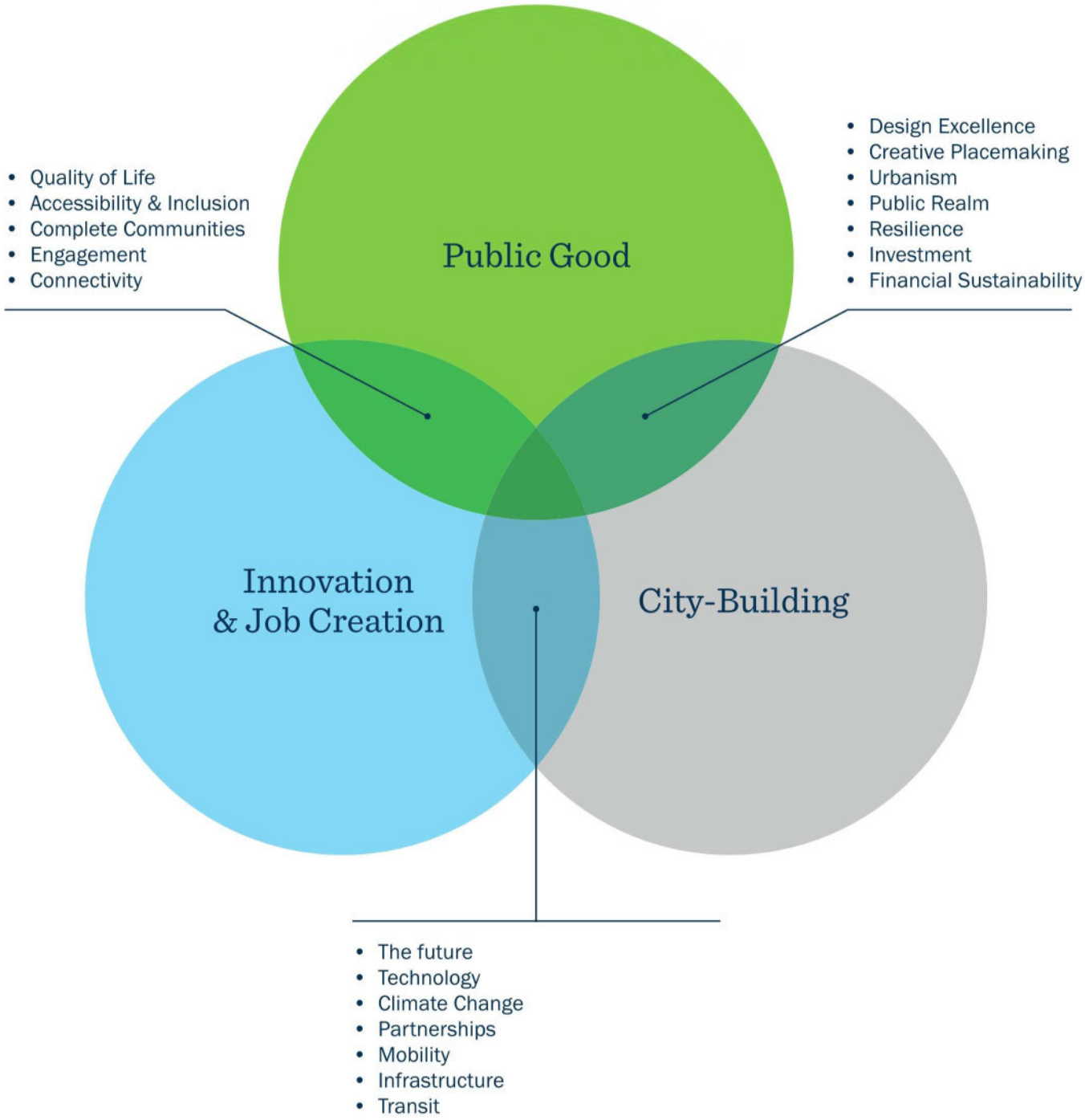
The waterfront is the place where city-builders are bringing some of their best ideas to life. The past fifteen years have shown that with thoughtful leadership and smart investment, urban places can be transformed from sites of industrial aftermath to centres of economic, social and cultural success. Today, with its government partners and other stakeholders, Waterfront Toronto is working to build a connected waterfront that belongs to everyone–a leading example of innovative and inclusive urban design, a magnet for investment and job creation, and a source of pride and inspiration for Canadians.

To create a waterfront that supports the outcomes that matter to Canadians we're thinking and building at the intersections of innovation and job creation, city-building and public good.

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Our Core Committments

Enhancing the Social, Economic, and Cultural value of the waterfront



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Our Strategic Priorities

Over the next five years, Waterfront Toronto will advance four strategic priorities that build upon our mandate and explore the potential of the waterfront to not only build prosperity and enhance life in Toronto, but to contribute to the urgent global conversation about how to create better cities. Three of these priority areas are long-standing and foundational to our organization and mandate:

01

City-Building / Already a thriving and diverse global centre, Toronto remains one of the most exciting city-building opportunities on earth. Over the next five years we are delivering initiatives that address core issues such as affordability, mobility and connectivity, sustainability, and the resilience of the built environment.

02

Public Good / At the heart of everything Waterfront Toronto does is an unwavering commitment to public good, which is reflected in our vision–one connected waterfront that belongs to everyone –and in our strong focus on public engagement. We work hard to be transparent and accountable, while actively seeking public input to ensure that we're improving quality of life and the well-being of people and communities across every project we deliver.

03

Innovation and Job Creation / We are part of a worldwide community of practice that's using cutting-edge building methods, groundbreaking urban design, talented people, and emerging technology to provide critical infrastructure and to support more sustainable ways of living. Through smart planning and effective partnerships, we're creating more jobs and unlocking the enormous economic value of the waterfront.

During our 2019–2024 planning horizon, we will pursue a fourth, enabling priority in order to build our capacity to pursue the three priorities just described.

04 Enabler

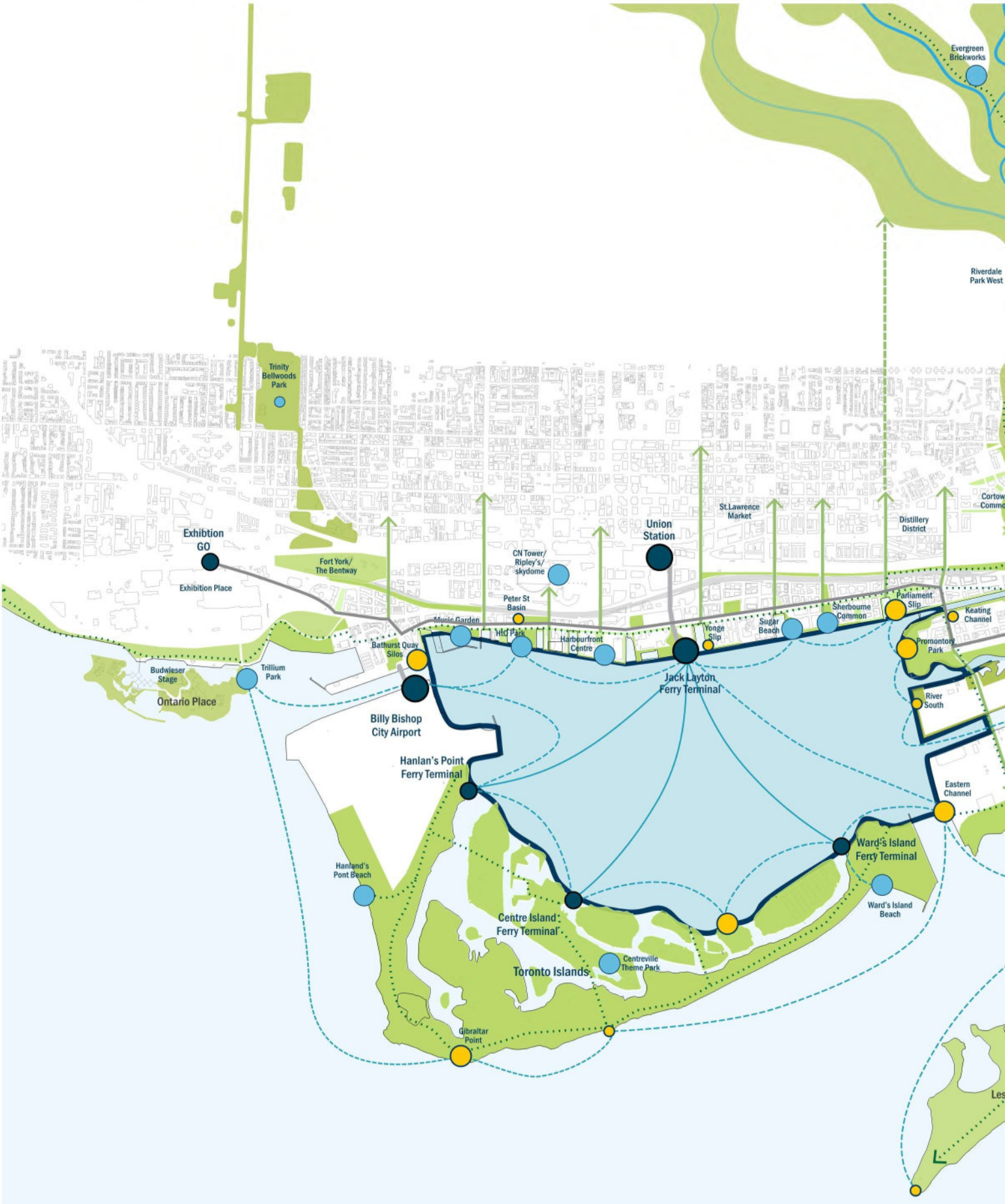
Financial sustainability / Over this next phase, Waterfront Toronto will pursue new partnerships and philanthropic support. We will foster new collaborations to advance our city-building mission, to engage new partners in waterfront revitalization, and to benefit the public–all while diminishing our reliance on government investments.

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The revitalized Queens Quay is the first route in Toronto whose design aligns with the City's Complete Streets Guidelines. Complete streets are carefully planned to be safe for everyone: people of all ages and abilities, and people who walk, bicycle, take transit, or drive.

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More Connections to More Destinations

Our vision is one connected waterfront that belongs to everyone. Successful waterfronts around the world tend to share at least one key ingredient: waterfront promenades that connect people to great places and activities. Some of these elements–including boardwalks and bike paths, waterfront parks, and ferry service to the Toronto Islands–already exist. But connectivity around and across the harbour remains limited.

The goal of the next five years is to leverage the framework of connections around the harbor as a foundation for longer-term evolution. All of the projects outlined in this five-year strategic plan are oriented toward filling in gaps in the ring of destinations and connections that surround the harbour–whether by creating new parks, equipping emerging neighbourhoods with high-quality infrastructure, expanding the potential for travel on land or across the water, or creating inviting new destinations. These new projects will move Toronto's waterfront to the next level of revitalization, unlocking its potential and affirming Toronto's position as a leader in city-building, urban design, sustainability, resilience and quality of life.



DESTINATIONS

- Existing
- Emerging/Future

CONNECTIONS

- Inner Harbour Loop (Proposed Enhanced Pedestrian Access)
- Existing Transit Hub
- Existing Ferry System
- Potential Waterbourne Tranportation Routes
- Waterfront Trail System

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The Port Lands / Flood Protection for Prosperity, Resilience, and Sustainability

The Port Lands flood protection initiative is our single largest target for investment over the next five years, and an urgent contribution to the prosperity and well-being of Toronto. First, this work will protect a large number of existing assets from flooding: affected areas include parts of Leslieville and South Riverdale. Second, it will create prosperity by unlocking the development potential of 290 hectares of prime land; this area has been previously unavailable for development due to its extreme vulnerability to flooding. And third, it will improve the natural environment around the Don River and create new opportunities for residents and visitors to connect with nature, wildlife, and the lake.

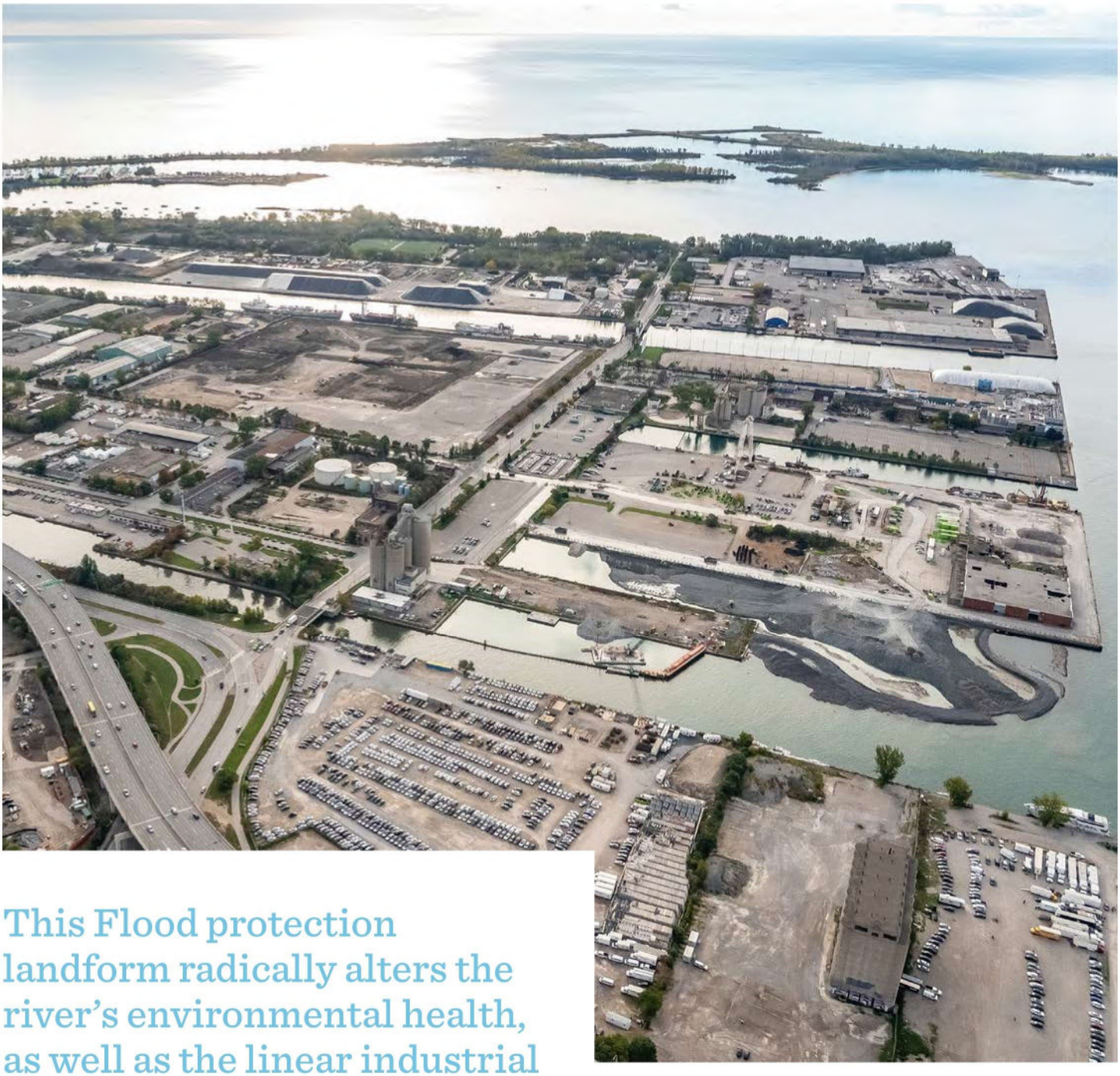
Our work in the Port Lands involves extensive soil remediation and earthmoving work around the mouth of the Don River, which will dramatically enhance the area's resilience to extreme weather. Projections indicate that a $1.25-billion public investment in flood protection–made jointly by the governments of Toronto, Ontario, and Canada–will add $5.1 billion in economic output to the Canadian economy, create 51,900 full-time years of employment and generate $1.9 billion in government revenue. The Insurance Board of Canada has stated that these investments in flood protection "will make this community safer for residents and stronger for economic growth."

PAST: In June 2017, the municipal, provincial and federal governments affirmed a shared $1.25-billion public investment in the Port Lands flood protection project. Since that time, Waterfront Toronto has undertaken planning and design work, tested methodologies for soil remediation, and analyzed engineering techniques for the ambitious earthmoving initiative.

PRESENT: Having completed preliminary work in early 2018–such as test pits and shallow excavation–in the winter of 2018-19 Waterfront Toronto is undertaking heavy excavation and full-scale soil remediation. We're also working on designs for the streets, bridges, parks and other infrastructure that will serve the future Villiers Island community and connect it to the mainland.

FUTURE: Over the next five years, the area around the mouth of the Don River will be transformed. The foundations for development of new places to live and work on Villiers Island will take shape–including new transit connections and cycling facilities. New parks and natural habitats will connect the Port Lands to a 195-hectare network of greenspaces through the GTA's ravine system. The project will be complete in the final year of this plan: 2023/2024.

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This Flood protection landform radically alters the river's environmental health, as well as the linear industrial geography of the Port Lands and therefore the destiny of the city. It is a project for the ages that will deservedly draw the attention of the world's great cities.

—

John Lorinc, Spacing Magazine, June 29, 2017

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Waterfront Toronto is truly walking the talk on how to build a healthy, sustainable neighbourhood. Their significant infrastructure investments and world class parks and public spaces are making East Bayfront Toronto's next great district. We're thrilled to have been able to work with Waterfront Toronto on our 'City of the Arts' community and we're looking forward to moving our Head Office into this vibrant new neighbourhood."

—

Mitchell Cohen, President and CEO Daniels Corporation

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Complete Communities / Planning and Partnering to Build Strong Foundations for New Neighbourhoods

Through careful planning and effective partnerships, Waterfront Toronto optimizes the use of large parcels of land available for development along the waterfront. We work as master planners, developing detailed precinct plans that ensure new neighbourhoods include the supports and amenities people and businesses need to thrive over time. In addition to housing and commercial space, new waterfront neighbourhoods benefit from high-quality infrastructure, services like child care and elder support, and transportation links to the rest of the city. After developing comprehensive plans for smart development, we partner with developers, businesses, community agencies, and governments to bring the plans to life.

This plan anticipates $186 million in investments toward the planning and development of complete communities along the lake. Notable projects that are underway today or expected to commence over the next five years include the development of a complete-community plan for the neighbourhood that will eventually exist on Villiers Island; extending the Queens Quay revitalization work eastward to Parliament Street; completing infrastructure such as roads, stormwater systems, and dock reinforcements for the new Bayside and Dockside neighbourhoods; and further extending (through Bayside) the Water's Edge Promenade –a walkway that's substantially increasing public access to the water while improving mobility along the shore.

PAST: Waterfront Toronto has laid the foundations for several thriving neighbourhoods – like East Bayfront (22.3 hectares) and the West Don Lands (32 hectares; see pages 6-7). We've also laid important groundwork on waterfront transit: completing environmental assessments for transit to East Bayfront, the West Don Lands, and the Port Lands, and collaborating on transit planning with the City of Toronto, the TTC, and other agencies.

PRESENT: Today we're working with development partners to obtain municipal approvals and building permits for several new residential buildings, including a $200 million, 296,000 square foot mixed-use development with Anishnawbe Health Toronto that includes a community health centre, a hotel, and purpose-built market rental units. Meanwhile, an earlier collaboration is coming to fruition as Monde, $320 million, 476,000 square foot residential building designed by Moshe Safdie, prepares for occupancy in early 2019.

FUTURE: The completion of key infrastructure including sewers, pipes, and a new Sanitary Pumping Station are important parts of our work in the near term. More broadly, we'll continue working with our partners to realize holistic visions for waterfront neighbourhoods. For instance, the Waterfront Innovation Centre, part of a growing technology corridor by the lake, began construction in 2018; we're beginning to work with our development partner Menkes to manage sub-leasing arrangements for this innovative facility.

The splashpad at Corktown Common. The park is an active, year-round gathering place in the West Don Lands neighbourhood.

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Public Places / Inviting Parks and Destinations That Connect People and Neighbourhoods

Waterfront Toronto creates great parks and public spaces that respond to local needs and strengthen the broader urban fabric by connecting communities with their neighbours, including across potential barriers like underpasses and rail lines. Guided by meaningful public consultation and a strong commitment to design excellence, our parks have not only earned numerous awards but quickly become beloved local gathering places. The strength of our record on public spaces has also attracted new partners and supporters. For example, as community groups, philanthropists, and the City of Toronto began to conceive plans for The Bentway, they decided to engage Waterfront Toronto for help realizing their vision for this innovative linear park based on the success of public spaces we'd created in other waterfront districts.

Our current five-year strategy allocates a total of $56 million for work on public places. This funding will go toward completing work on two new waterfront parks –notably York and Rees Street Parks, which will add a combined 1.74 hectares of green space near an increasingly populated stretch of Queens Quay–and toward the substantial completion of the construction of The Bentway's pedestrian and cycling bridge. This funding envelope will also support the completion of enhancements to the Jack Layton Ferry Terminal; we're creating a more appealing and functional entrance plaza that's better able to accommodate growing traffic at the facility. This phase of work is fully funded and we're on track to complete it over the next year. We've also developed a vision for a more extensive modernization of the ferry terminal, a separate phase of work that's currently unfunded (see "New Potential" on page 53).

PAST: **To date we've created or improved 25 hectares of parks in waterfront districts. Our projects have included Sherbourne Common, Corktown Common, The Bentway, Sugar Beach, extensive improvements to the Martin Goodman trail, among many others.**

PRESENT: **This year we held successful design competitions for the York and Rees Street Parks, selected successful designs, and started work on creating these badly needed green spaces. We are also poised to complete planned enhancements to Jack Layton Ferry Terminal.**

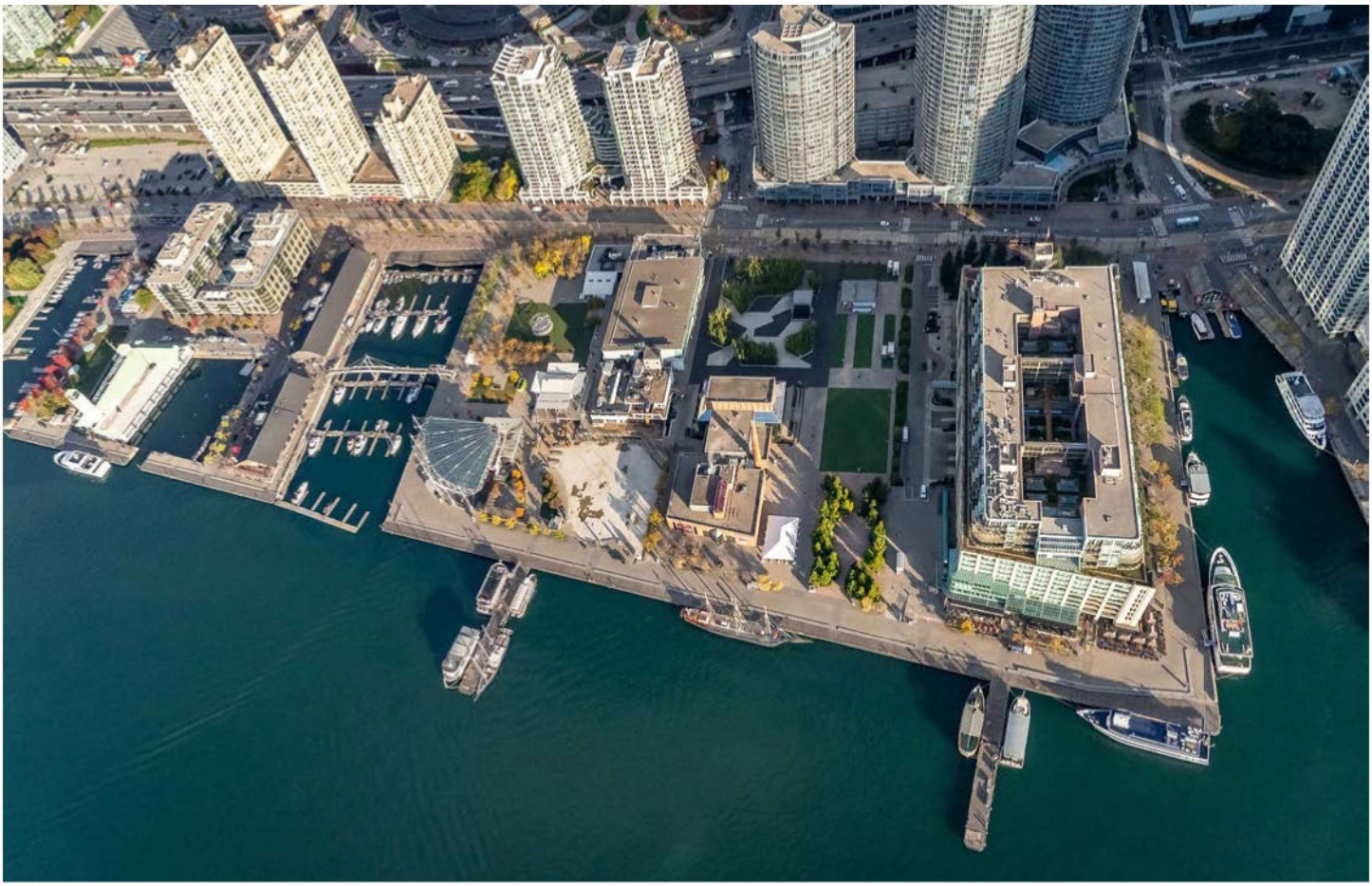
FUTURE: **Over the next five years, we'll continue to roll out our internationally recognized public art program and respond to partnership requests on new parks and promenades. We also hope to engage partners and supporters to realize new public places by the lake (see New Potential sections on pages 52–55) that will further enhance mobility and public enjoyment along the waterfront.**

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RIGHT: *Underpass Park, a Waterfront Toronto project, was featured in a 2017 exhibition at New York's Cooper Hewitt Smithsonian Design Museum that focused on inclusive city-building. The curators chose this as an example of collaborative design that responds to community needs and makes city life better for everyone.*

BELOW: *Waterfront Toronto's public realm work is strengthening connections around the harbour in many ways–with increased pedestrian access, new parks that make the landscape more inviting, and improved marine infrastructure to support waterborne transportation.*



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Public Places / New Potential

NEW POTENTIAL / An opportunity to boost mobility and enhance greenspace

Jack Layton Ferry Terminal and Harbour Square Park. Robust ferry systems define cities like Stockholm, Sydney, and San Francisco. They link visitors to destinations, workers to jobs, and residents to the region. In Toronto, the Jack Layton Ferry Terminal serves an important but limited function: it is constrained by the size of the ferries and the terminal structure. Built in 1972, the current terminal is increasingly stressed by the growing demand for trips to the islands–and expanding service cannot be easily supported. In partnership with the City of Toronto, Waterfront Toronto launched an international design competition to establish a compelling vision for an expanded Jack Layton Ferry Terminal and the park surrounding it. In collaboration with City of Toronto Parks, Forestry and Recreation division, Waterfront Toronto plans to study potential funding and financing models that could realize this vision while limiting the demands on municipal funding.

NEW POTENTIAL / A continuous walkway that connects people and places

Waterfront Walk. Our work to date has already dramatically expanded the number of places where people can reach the water's edge: on promenades, on playful structures like the Wavedecks at Queens Quay, or on the nearly six kilometres we've added to the Martin Goodman Trail. One of our most exciting opportunities over the next five years is to close the gaps in this growing series of lakeside pedestrian routes: to lead the design and construction of a continuous Waterfront Walk, running from the Portland Slip in the West to the Parliament Slip in the East. This cohesive promenade along the water's edge would make the shore even more active and inviting, and would help the waterfront as a destination continue on its evolution toward becoming vastly more than the sum of its parts. We've already conducted preliminary research on exceptional waterfront promenades in cities around the world. When we invited the public to identify what the top priorities for Toronto's future waterfront should be, a continuous promenade was the top answer, with over 44% of respondents prioritizing a better connected waterfront. Over the course of this plan we will pursue discussions with relevant public agencies including City of Toronto Parks, Forestry and Recreation and other potential partners about how to work together to realize this vision.

A continuous Waterfront Walk would offer pedestrians an unbroken route along the downtown lakeshore, dotted with destinations to pause and enjoy–like this candy-striped granite rock at Canada's Sugar Beach, near the foot of Jarvis Street.

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Public Places / New Potential (continued)

NEW POTENTIAL / A destination playground for fun and healthy development

Destination playgrounds, immersive play environments for children that emphasize engagement with local ecosystems, are increasingly popular in urban regeneration movements. Their attraction is explained partly by a growing body of evidence affirming that nature play can have a powerful positive effect on children's health and development. Notable examples of the destination playground form include a facility in Christchurch, New Zealand, a cornerstone of the city's recovery plan after the 2011 earthquake, and Maggie Daley Park in Chicago. Waterfront Toronto envisions a 3.6-acre destination play area with distinct zones tailored to children at different developmental stages –and we see clear potential to begin working toward this vision over the life of this strategic plan. The City of Toronto Parks, Forestry and Recreation division is keenly aware of the value of–and the public's interest in–the destination playground model; we're collaborating to explore bringing a unique version of the form to Toronto. Waterfront Toronto and the City of Toronto will work together to seek alternative funding to create a new favourite place for children by the lake.

NEW POTENTIAL / A distinctive structure to anchor and animate the surrounding public realm

Signature structure. Exceptional waterfronts often feature unique structures that become icons of their cities. The best of these structures–the Sydney Opera House is a prime example–come to define their waterfronts, anchoring local economic and cultural activities while communicating a unique identity to the world. There are several waterfront sites that have the visibility and scale suitable for a signature building or structure that would provide a magnetic gathering place, activate the surrounding public realm, and catalyze new economic clusters. Over the next five years, Waterfront Toronto plans to assess the potential for a signature structure on the waterfront: consulting the public and potential partners to determine the appetite for such a project, what form it might take, and where financial capacity might exist to bring it to life. One possibility for a landmark structure could be an innovative sustainable building that houses a centre of excellence in a distinct field or discipline– for instance, in the growing ecosystem of science, biomedical, environmental, human and social sciences. This site could be an architecturally significant building that also showcases Canadian leadership in an important area. Other possibilities–such as bridges or unique connective structures–could perform a different role but make important contributions to the dynamism and connectedness of the waterfront.

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New Potential

A rendering of one possible approach to the Destination Play project at Promontory Park (see facing page for project description), a new park planned for the western tip of Villiers Island.

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Next-Generation Sustainable Communities / Working at the Intersection of Green Innovation and Inclusive City-Building

Waterfront Toronto has a record of innovation when it comes to new neighbourhoods along the lake. A decade ago we introduced Minimum Green Building Requirements to ensure that new developments on the waterfront would lead the way on sustainable design; these standards have since won international awards and been recognized as a landmark in Toronto's evolution toward a greener built environment. In 2005 we created Toronto's first independent design review panel, gathering leading experts and city-builders to ensure that waterfront revitalization projects would work together to create beautiful, visually coherent neighbourhoods along the lake. Today, at Villiers Island, a new Port Lands district currently in its planning stages, we're striving to create one of the world's first carbon-positive neighbourhoods.

Quayside is our most recent exploration of what an innovative community by the lake can be. The neighbourhood has the potential to create a precedent-setting approach to building sustainable, inclusive and prosperous communities. Building on the strength of Toronto's already-thriving tech sector, Waterfront Toronto is also working to create a global hub for a new industry focused on urban innovation—an emerging field that is capable of developing smart, scalable ideas to improve the quality of city life not only in communities across Toronto but in urban centres around the world. Waterfront Toronto's partnership with technology and other firms is just one example of what's possible for Waterfront Toronto as the corporation explores new ways to leverage advanced materials, entrepreneurship, intellectual property and partnerships to draw new revenue models and funding channels.

The Waterfront Innovation Centre, a 350,000 square foot office and retail facility now under construction at 125 Queens Quay East. According to Urban Toronto, this Menkes development, the majority of its space already leased, will "support the emergence of East Bayfront as a prime waterfront live-work-play community within minutes of Union Station."

PAST: Innovation and sustainability have been central to Waterfront Toronto's city-building approach from our earliest projects. Indeed, our Minimum Green Building Standards helped inform the standards that are now used across the City of Toronto.

PRESENT: This year we launched a new Resilience and Innovation Framework for Sustainability, the next chapter in our continually evolving approach to green city-building. We're also working with Sidewalk Labs to explore the possibilities of a community where advanced technology supports the outcomes –economic, social, and environmental– that matter to Canadians.

FUTURE: Waterfront Toronto will receive a Master Innovation and Development Plan (MIDP) from Sidewalk Labs in the first quarter of 2019, proposing an approach to the revitalization of Quayside. We'll consider this plan against our established evaluation criteria, and in consultation with government stakeholders and the public. We expect to issue a decision on whether to proceed with the plan by end of 2019.

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SECTION 5

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Waterfront Toronto has a record of achieving strong results with the public resources entrusted to us –and of managing public investments with efficiency and transparency. This section presents an overview of the resources that will fuel our work over the next five years, and lays out the capital investments we expect to make as we deliver the next phase of waterfront revitalization. The pages that follow also outline some of the structures that guide our work–such as our risk management framework and our performance measurement system–and help us to ensure that our organization is positioned for resilience, accountability, and success.

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Business Model and Funding

This strategic plan covers the period from April 1, 2019 to March 31, 2024. Over the next five years Waterfront Toronto anticipates government funding contributions totaling roughly $1.1 billion and land contributions in kind totaling $86 million, as well as $92 million in revenues from sources such as leases and land sales–for a total of approximately $1.3 billion from fiscal 2019/20 through 2023/24.

Waterfront Toronto will invest this funding in key infrastructure related to its priority initiatives: The Port Lands flood protection project ($1.0 billion), Complete Communities ($186 million), Public Places ($56 million), Next-Generation Sustainable Communities–Quayside ($10 million) as well as Strategic Initiatives and Other, such as office space, technology, and capacity, required to deliver these projects ($24 million). These planned investments total approximately $1.3 billion. Investments across these project areas support Toronto City Council-approved precinct plans and have been articulated in our past business and implementation plans.

We anticipate that these investments of public funds will yield returns that considerably exceed the original outlay. To date, through the business model described on pages 32 and 33, the $1.2 billion in public funds invested in our work have stimulated over $10 billion in new private-sector investment. Details on the economic benefits of our work are detailed in the Performance Measurement section on page 67. Key project milestones associated with our investments over the next five years, as well as financial plan details, are outlined in Appendix 1, which focuses on the next fiscal year (2019/20), and Appendix 2, which focuses on the full five-year planning horizon (2019/20-2023/24).

Our access to a $40 million credit facility is a key financial foundation of this strategic plan, which optimizes the use of cash throughout multiple project lifecycles. This is an important capability because the timing of the funding and/or revenues we receive and the infrastructure investments we need to make do not always coincide. Waterfront Toronto will continue to use our borrowing access responsibly, with full accountability to governments.

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5-Year Outlook

Waterfront Toronto has already received funding commitments from governments for the work described above: the Port Lands flood protection project, and the continuation of approved projects related to Complete Communities and Public Places (see pages 48 to 51). By the conclusion of our five-year planning period in 2023/24, we expect these projects to be 98% complete.

In addition to our core, funded projects, we've identified four new initiatives that are consistent with our mandate and for which we see considerable potential for new partnerships and private philanthropic support. Three of these projects (Destination Play, Waterfront Walk, and Jack Layton Ferry Terminal and Harbour Square Park) would fall under our "public places" project portfolio; the fourth (Signature Structure) would be a potential anchor for a complete community and economic cluster. The realization of these projects would require $0.4 billion over ten years. While the four "New Potential" projects are currently unfunded, our plan is to source initial new funding to complete initial business cases and feasibility studies prior to proceeding further.

Waterfront Toronto plans to develop new capacity in fundraising and partnerships beginning in fiscal 2019/20. A vital first step in this work was realized in 2017, when we obtained Qualified Donee status from the Canada Revenue Agency under the Income Tax Act. This new status will enable us to work alongside our partners at the City of Toronto to connect with the growing number of institutions and private donors who are enthusiastic about directing philanthropic investments toward civic placemaking projects and the public realm. We'll undertake this new partnership and philanthropy work based on shared values and principles, and with the aim of developing an appropriate funding/fundraising model that diminishes our reliance on government funding and realizes new opportunities that advance our mission.

The five-year outlook summarized in this document may change; any revisions to the funding and investment mix expressed in this strategic plan will be reflected in future documents, including the one-year plans that we'll continue to publish annually. The next such corporate plan is forthcoming in December 2019. The areas Waterfront Toronto understands to be most subject to change include:

- *Quayside implementation.* This plan is limited to the creation of a Master Innovation and Development Plan (MIDP) for approval by Waterfront Toronto, together with some soil remediation work in the area. The implementation of the MIDP and the approval by Toronto City Council of a Business and Implementation Plan are not reflected in this plan as they are not yet defined.
- *Waterfront transit.* Government plans are not finalized, and therefore our potential planning and coordination role in the delivery of transit by the lake is uncertain.
- *Villiers Island implementation.* Similar to Quayside, a Business and Implementation Plan will be required for the new neighbourhood on this city-owned parcel of land and will also be subject to approval by Toronto City Council.

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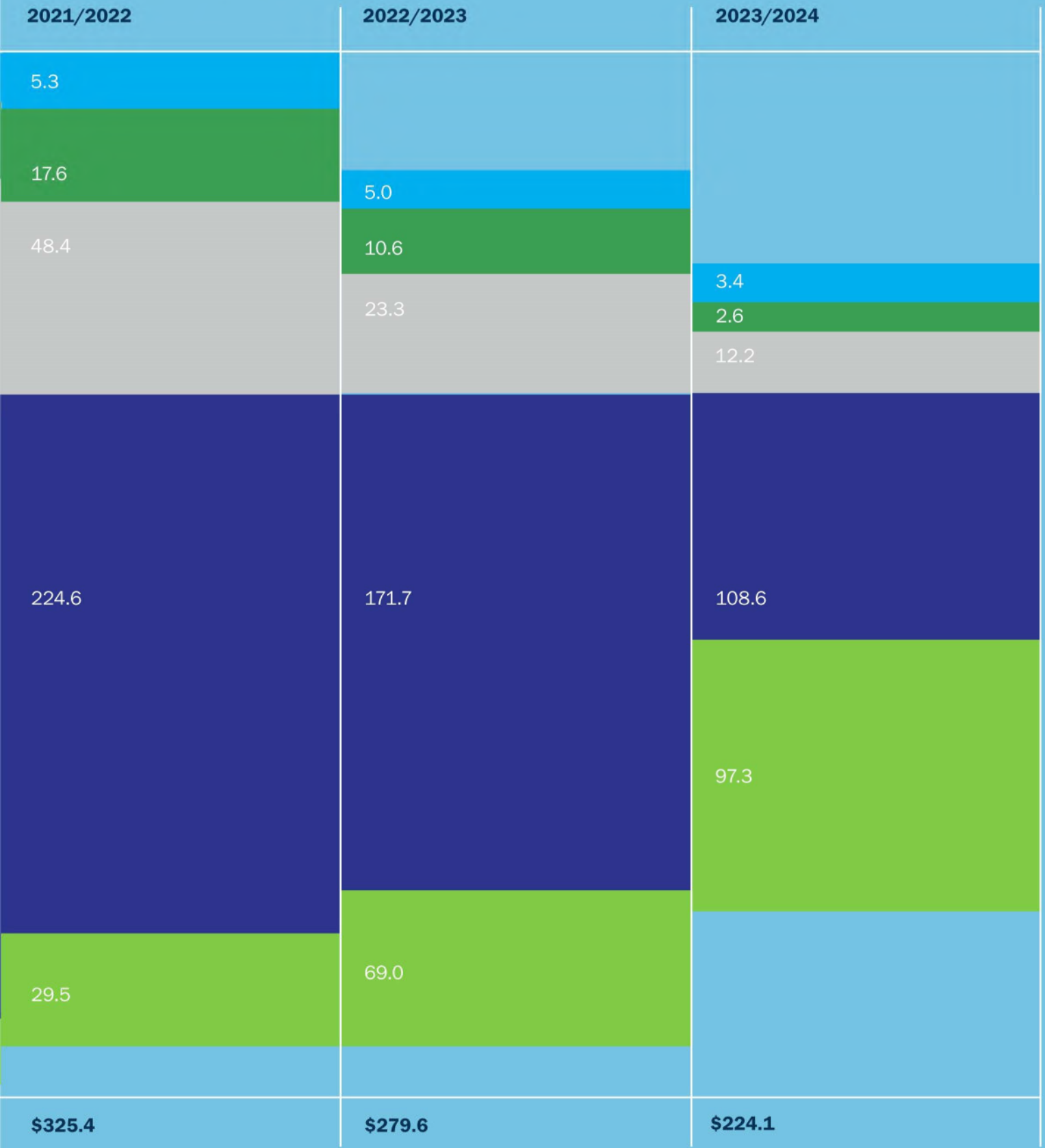
Five-Year Investment Plan

Complete figures underlying this visualization of our planned investments over th



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e next five years are in Appendix 2.



Figures are in millions

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Corporate Operating Costs

Waterfront Toronto acts as a project delivery agent for the three orders of government. The responsibilities and obligations of each government and of Waterfront Toronto are defined under contribution agreements or delivery agreements that cover specific projects and initiatives. Under these agreements Waterfront Toronto is typically contracted to plan and build municipal infrastructure assets; once these assets are complete, they're transferred to the City of Toronto to own and maintain.

In carrying out this role, Waterfront Toronto incurs corporate operating costs related to our staff team and contractors, office space, technology (basic office tools as well as specialized project management and financing software), communications (which includes public engagement activities such as town halls, as well as outputs like our website and annual reports), and transparency and accountability (for instance, internal and external audits, and fees for experts on our oversight bodies such as the Capital Independent Monitor for the Port Lands and the Design Review Panel.

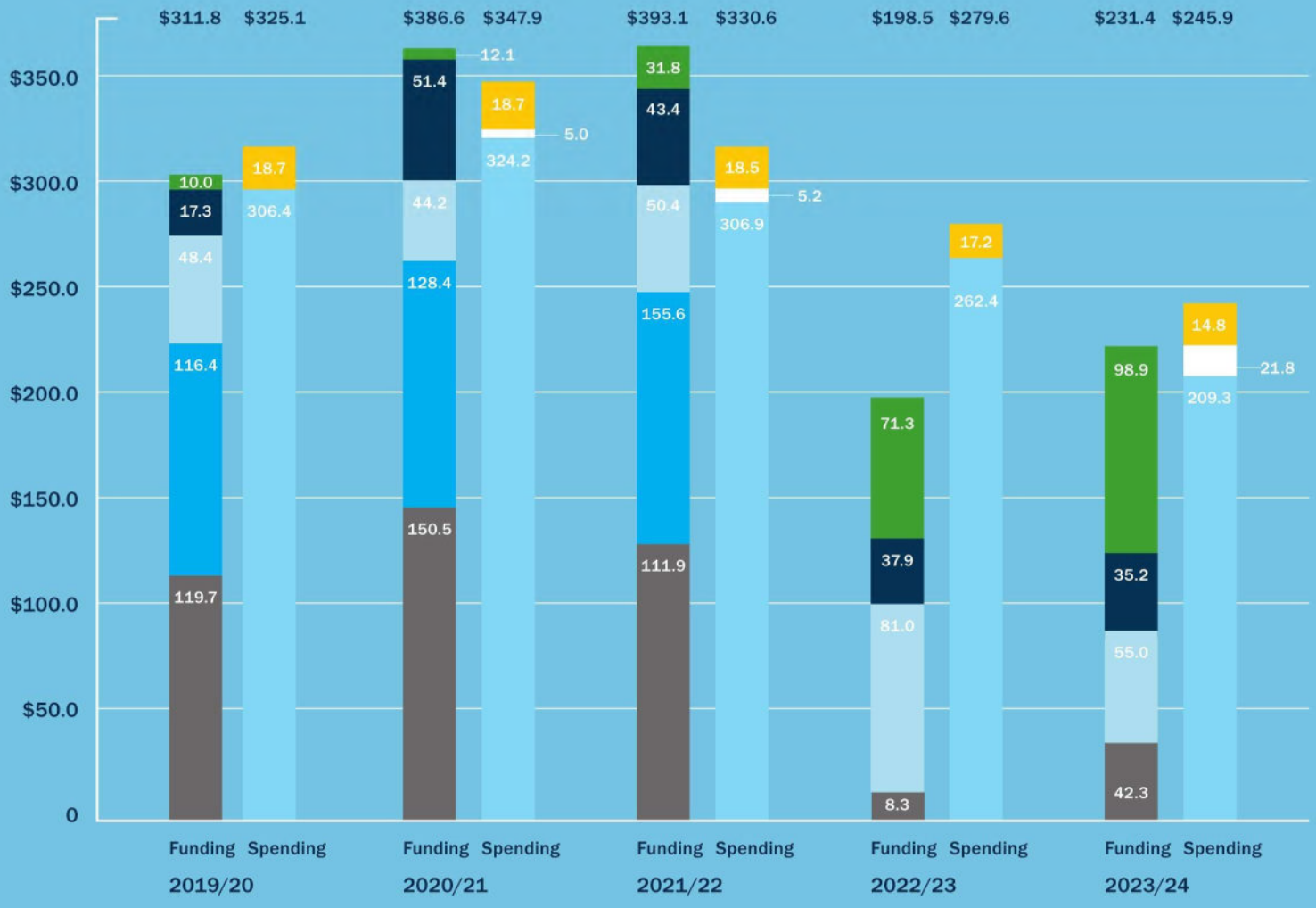
These expenditures, which directly support the projects Waterfront Toronto delivers, represent about six percent of the total direct capital expenditure under our management. In the past, the costs associated with Waterfront Toronto's project delivery work have not been fully covered through our funding agreements with governments and the shortfalls have covered from revenue streams, such as land sales and property rental income. One objective of this plan is to move toward funding arrangements in which Waterfront Toronto can recover the full project management costs required to achieve the results governments task us with delivering.

Corporate Operating Costs	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
Operating Expenditure (OpEx)	$ 18.70	$ 18.70	$ 18.50	$ 17.20	$ 14.80
Capital Expenditure (CapEx)	$ 306.40	$ 324.20	$ 306.90	$ 262.40	$ 209.30
Total Expenditures	**$ 325.10**	**$ 342.90**	**$ 325.40**	**$ 279.60**	**$ 224.10**
% OpEx of CapEx	**6%**	**6%**	**6%**	**7%**	**7%**

Figures are in millions

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Waterfront Toronto's funding and spending mix 2019/20–2023/24



The chart above summarizes Waterfront Toronto's funding and expenditure mix over the next five years. The visualization illustrates:

- that the vast majority of our planned expenditures are direct capital investments (94%)
- our strategic objective of diversifying our funding sources beyond governments
- planned expenditures that are currently unfunded are mainly all "New Potential" projects
- the planned creation and maintenance of a contingency reserve of at least $25 million. We intend to use funds from the sale of Waterfront Toronto-owned land to create this fund, and hold the resources in reserve as a program level contingency and to cover any costs (e.g. those associated with ending lease agreements and other contracts) that may arise in the eventual completion and/or cessation of our mandate.

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Resilience, Risk Management, and Accountability

Waterfront Toronto navigates a complex business environment in order to implement its revitalization work, which involves a range of major infrastructure projects, as well as diverse partners and stakeholders. This business environment presents a number of significant risks associated with individual capital projects, as well as those that affect the entire enterprise.

We manage and mitigate these risks by applying an Enterprise Risk Management (ERM) framework developed by the senior management team and internal committees, and approved and overseen by our Board. The overall objective of the ERM framework is to ensure that Waterfront Toronto can identify and mitigate key risks associated with the Corporation's ability to achieve its strategic objectives.

The ERM framework applies the widely used "three lines of defence" approach to risk management and control, assigning clear roles and responsibilities to:

1. risk owners (in particular, the project and financial managers) who execute projects and operational functions on a day-to-day basis;

2. entities that oversee risk, including the Corporation's Enterprise Risk Taskforce, Program Management Office, and Technical Advisory and Peer Review Panels; and

3. assurance mechanisms, such as Waterfront Toronto's internal audit function and independent capital monitor role, both designed to ensure that risk management systems and controls are working effectively.

The first two lines are directly accountable to Waterfront Toronto's senior management. The third line is accountable to the Board and the Finance, Audit, and Risk Management Committee, as well as to senior management. This separation of roles not only enhances accountability by clarifying responsibilities, it helps to reveal and address blind spots to ensure that Waterfront Toronto is proactively identifying and managing risks.

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Measuring Waterfront Toronto's Performance

Performance measures have been in place at Waterfront Toronto for a number of years to assess our economic, social, and environmental achievements in relation to our mission and mandate. We report on our performance regularly through annual reports and our Corporate Social Responsibility reporting, which uses Global Reporting Initiative (GRI) guidelines–global best practice for reporting on a range of economic, environmental and social impacts. Using the Integrated Performance Framework, we communicate our enterprise level operating and project delivery outcomes to our Board, management, and government stakeholders as well as the wider public.

The Integrated Performance Framework is composed of concrete measures across a range of dimensions that indicate our success of failure in delivering meaningful results and outcomes for the people of Toronto, Ontario, and Canada. We've been publicly reporting our indicators and outcomes for a number of years using a consistent framework.

As we embark on a new five-year strategic plan, Waterfront Toronto is refreshing our Integrated Performance Framework to align it with the initiatives and priorities in this document. We have designed our refreshed framework to be:

- *Complete and Relevant:* indicators cover all seven elements of our legislated mandate; these indicators were selected for their relevance to the policy priorities set by the government stakeholders.
- *Measurable and Reliable:* wherever possible we use performance indicators for which objective, accurate, and quantitative data are available. We seek out indicators that are tracked consistently over time to allow the analysis of longitudinal trends.
- *Understandable:* we select and define our performance indicators so they're clear and easily understood by the general public, as well by representatives of our government stakeholders and industry partners. Where possible, we adopt benchmarks that are widely used in development and city building.
- *Mutually Exclusive:* we use performance indicators that independently measure elements of Waterfront Toronto's mandate and operations to avoid double-counting.

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Success for Waterfront Toronto is:	Waterfront Toronto will measure success by:		Actual 2001-2017	Annual Target 2019/20	5 Year Target 2019-2023
1. Enhancing economic value • Waterfront Toronto will create new employment opportunities during the development of waterfront lands • Waterfront Toronto developments will lead to new businesses on the waterfront that will provide ongoing employment opportunities • The developments on the waterfront will lead to increased taxes for all three governments and contribute economic value for the Canadian economy	**1.1**	Jobs: Full time years of employment during construction	14,100	2,000	10,800
		Jobs: Full time years of ongoing employment	5,000	-	-
	1.2	Taxes: New taxes to City, Provincial and Federal governments	$848 M	$75 M	$373 M
	1.3	Total economic value added to the economy	$1,900 M	$200 M	$1,100 M
	1.4	Labour Income	$1,100 M	$140 M	$724 M
	1.5	Private Sector Investment Stimulated by Waterfront Toronto	$2,600 M	N/A – 5 year measure	>$2,000 M
2. Enhancing social and cultural value • Waterfront Toronto will be a world leader in design excellence and waterfront planning that will make Canadians proud of the Toronto waterfront • Waterfront Toronto will develop spaces that are accessible to all income levels	**2.1**	No. affordable housing units	496	80	600
	2.2	No. of market housing units developed	1,767	553	3,133
	2.3	No. of design awards	90	5	25
	2.4	No. of new permanent public art installations	9	1	7
	2.5	Percentage of projects with Design Review Panel support at the end of the design review process	100%	100%	100%
3. Creating an accessible and active waterfront for living, working and recreation	**3.1**	Acres of new parks and public spaces	77	2	31
	3.2	Kilometers of new trails and pedestrian connections (PATH; walkways, bridges; enhanced crossings)	17	TBD	TBD
	3.3	Number of events on the waterfront	74	>10	>50
4. Implementing a plan in a fiscally responsible manner • Waterfront Toronto will work within the funding provided and will continuously search out new revenue sources to support the development of the waterfront • Waterfront Toronto will use thorough processes to set and manage the project budgets	**4.1**	% Competitive procurements by dollar value	New measure	>95%	>95%
	4.2	% Projects completed in the last five years within 5% of budget	83%	90%	90%
	4.3	% Projects completed in the last five years within six months of original schedule	New measure	90%	90%
5. Implementing a plan in an environmentally responsible manner • The developments on the waterfront will meet the needs of the present without compromising the ability of future generations to meet their own needs • Waterfront Toronto will develop its plans for the waterfront with a focus on the resilience of the surrounding environment	**5.1**	Number of acres committed to climate positive	82.7	82.7	82.7
	5.2	Intelligent & Connected Extent of broadband coverage (number of people with access)	New measure	N/A – 5 year measure	9,328
	5.3	Biophilic square metres of aquatic habitat created	119,173	120,000	120,000
	5.4	Biophilic meters of waterfront access	5,840	2,700	13,567
	5.5	Human Experience-Drive Average distance to access transit	500m	500m	500m

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Success for Waterfront Toronto is:	Waterfront Toronto will measure success by:		Actual 2001-2017	Annual Target 2019/20	5 Year Target 2019-2023
6. Financially self-sustaining designated waterfront area • Waterfront Toronto's enabling works will mean that the residential and commercial developments are financially feasible for private developers, without government support	**6.1**	Increase in residential sales prices per sq foot	New Measure	N/A – 5 year measure	2%
	6.2	Total population (residents, students, workers)	6,300	3,200	16,000
7. Promoting and encouraging involvement of the private sector • Waterfront Toronto will assist other Canadian businesses succeed through partnerships	**7.1**	Number of new development and/or strategic partnerships cultivated	30	2	15
	7.2	Private sector dollars invested in waterfront developments	$10 billion	$0.5 billion	$3 billion
	7.3	Value of philanthropic, corporate sponsorship, non-government sourced contributions	$25 million	>$nil	$206 million
8. Encouraging public input • Waterfront Toronto will foster public trust in its current and planned activities • Waterfront Toronto will build public awareness of its past, current and planned activities	**8.1**	No. of digital media hits	New measure	>500	>2,500
	8.2	Number of public and/or stakeholder meetings held	>324	>20	>100
	8.3	Number of media (i.e. radio, tv, print, online) references to Waterfront Toronto and its initiatives	New measure	2,500	>10,000
	8.4	Number of times Waterfront Toronto staff have presented at conferences and industry events	New measure	100	400
	8.5	Number of public meeting attendees self-identifying as residing outside the designated waterfront area	New measure	25%	25%

Note: Waterfront Toronto will update the above performance measures related to its legislative mandate annually through its subsequent Corporate Plans and also formally report back on achievements in its Annual Report issued in June each year.

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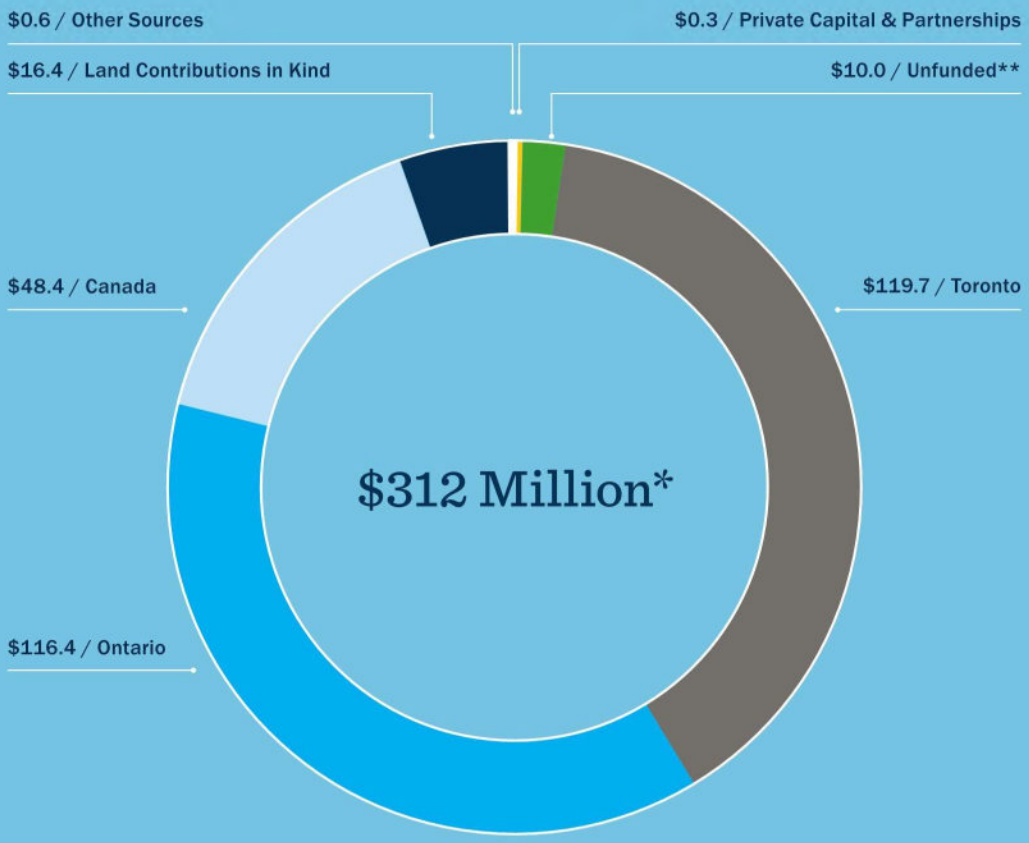
Appendix 1: 2019/20 Key Milestones & Financials

Major Milestones		2019/20 Budget
The Port Lands	• Complete design for three bridges (Cherry Street North, Cherry Street South and Commissioner Street bridge) • Commence deep soil mixing for project site • Commence site preparation and demolition works	$245
Complete Communities	**Bayside** • Complete construction for Aitken Place Park • Select non-profit operator for affordable housing site **Stormwater and sanitary sewer infrastructure** • Complete concrete building shell and install treatment equipment for Stormwater Facility (SWF) • Final commissioning of Sanitary Pumping Station on permanent power • Construct in-water pipe for SWF **Queens Quay East Revitalization** • Negotiate acquisition of land related to road realignment and associated approvals.	$51
Public Places	• York & Rees Street Parks: Complete detailed design • Jack Layton Ferry Terminal: Complete Implementation Strategy Plan • Implement one permanent public artwork as per the public art strategy, as well as 4-5 temporary public art activations • Substantial construction completion of the pedestrian and cycling bridge for The Bentway	$13
Next Generation Sustainable Communities (Quayside)	• Evaluate Master Innovation and Development Plan (MIDP) through Evaluation Framework • Execute Pubic and Stakeholder Engagement strategy on MIDP, including with governments • Prepare Business Implementation Plans (BIPs) as required for the MIDP and in support of municipal approval process Prepare and Negotiate Principle Implementation Agreements (PIAs) as required for the MIDP • Subject to approval of MIDP, initiate MIDP governance structure and PIAs as it relates to Real Estate, Infrastructure, Intellectual Property and Digital Governance	$10
Strategic Initiatives / Other	• WT Resiliency Assessment: Undertaking study to assess future climate risks and ongoing stresses • Build new corporate capabilities and competencies in fundraising and partnerships • Provide ongoing core support for the Port Lands	$0.5 $0.5 $5
Total		**$325**

Figures are in $ millions

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Appendix 1: 2019/20 Funding Plan



Figures are in $ millions

***** The difference between total 2019/20 investments of $325 million and total 2019/20 funding of $312 million arises from work deferred from 2018/19 to 2019/20 with funding already in place in 2018/19.

****** The $10 million unfunded portion of the 2019/20 Plan relates to $7.6 million of costs associated with Quayside MIDP Development and $2.4 million of corporate operating costs, both of which will temporarily be funded with the Corporation's borrowing facility until future land sale revenues are realized.

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Appendix 2: Five Year Financials

	Budget	Forecast				
	Fiscal Year 2019/20	**Fiscal Year 2020/21**	**Fiscal Year 2021/22**	**Fiscal Year 2022/23**	**Fiscal Year 2023/24**	**Total Expenditures**
Priority Projects						
The Port Lands	**$ 245.1**	**$ 264.7**	**$ 224.6**	**$ 171.7**	**$ 108.6**	**$1,014.7**
Flood Protection Landform	146.6	141.5	126.3	89.9	75.5	579.8
Roads and Services	31.7	47.0	45.6	43.0	14.9	182.2
Bridges	51.4	64.8	29.9	15.8	2.5	164.4
Parks and Public Realm	15.4	11.4	22.8	23.0	15.7	88.3
Complete Communities	**$ 50.8**	**$ 51.3**	**$ 48.4**	**$ 23.3**	**$ 12.2**	**$ 186.0**
Queens Quay East Revitalization	14.8	15.7	26.1	10.5	-	67.1
Other East Bayfront Public Realm	1.7	13.4	14.8	2.6	12.2	44.7
Bayside Infrastructure	11.4	10.9	5.4	9.1	-	36.8
Storm Water and Sanitary Sewer Infrastructure	15.8	2.7	0.5	0.2	-	19.2
Other	6.0	4.8	0.7	0.3	-	11.8
Quayside Soil & Environmental Management	1.0	1.1	0.9	0.6	-	3.6
Dockside Infrastructure	0.1	2.7	-	-	-	2.8
Public Places	**$ 13.2**	**$ 12.0**	**$ 17.6**	**$ 10.6**	**$ 2.6**	**$ 56.0**
York and Rees Street Park	3.7	8.6	10.7	5.3	0.1	28.4
Public Art	1.1	2.1	6.9	5.3	2.5	17.9
The Bentway	8.0	1.0	-	-	-	9.0
Jack Layton Ferry Terminal	0.4	-	-	-	-	0.4
Other	0.0	0.3	-	-	-	0.3
Next Gen Sustainable Communities	**$ 10.4**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 10.4**
Quayside MIDP Development	10.4	-	-	-	-	10.4

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	Budget	Forecast				
	Fiscal Year 2019/20	**Fiscal Year 2020/21**	**Fiscal Year 2021/22**	**Fiscal Year 2022/23**	**Fiscal Year 2023/24**	**Total Expenditures**
Priority Projects						
Strategic Initiatives/Other	**$ 5.6**	**$ 5.1**	**$ 5.3**	**$ 5.0**	**$ 3.4**	**$ 24.4**
Non Recoverable Corporate Overhead	4.6	4.6	4.6	4.6	3.4	21.8
Innovative and Sustainability Initiatives	0.5	0.4	0.7	0.4	-	2.0
Other Initiatives	0.5	0.1	-	-	-	0.6
Subtotal—Priority Projects	**$ 325.1**	**$ 333.1**	**$ 295.9**	**$ 210.6**	**$ 126.8**	**$1,291.5**
New Potential Projects						
Signature Structure	-	-	10.0	30.0	40.0	80.0
Waterfront Walk	-	4.5	9.0	18.0	27.0	58.5
Jack Layton Ferry Terminal & Park	-	4.0	8.0	16.0	24.0	52.0
Destination Play at Promontory Park	-	1.3	2.5	5.0	6.3	15.1
Subtotal—New Potential Projects	**$ -**	**$ 9.8**	**$ 29.5**	**$ 69.0**	**$ 97.3**	**$ 205.6**
Grand Total	**$ 325.1**	**$ 342.9**	**$ 325.4**	**$ 279.6**	**$ 224.1**	**$ 1,497.1**

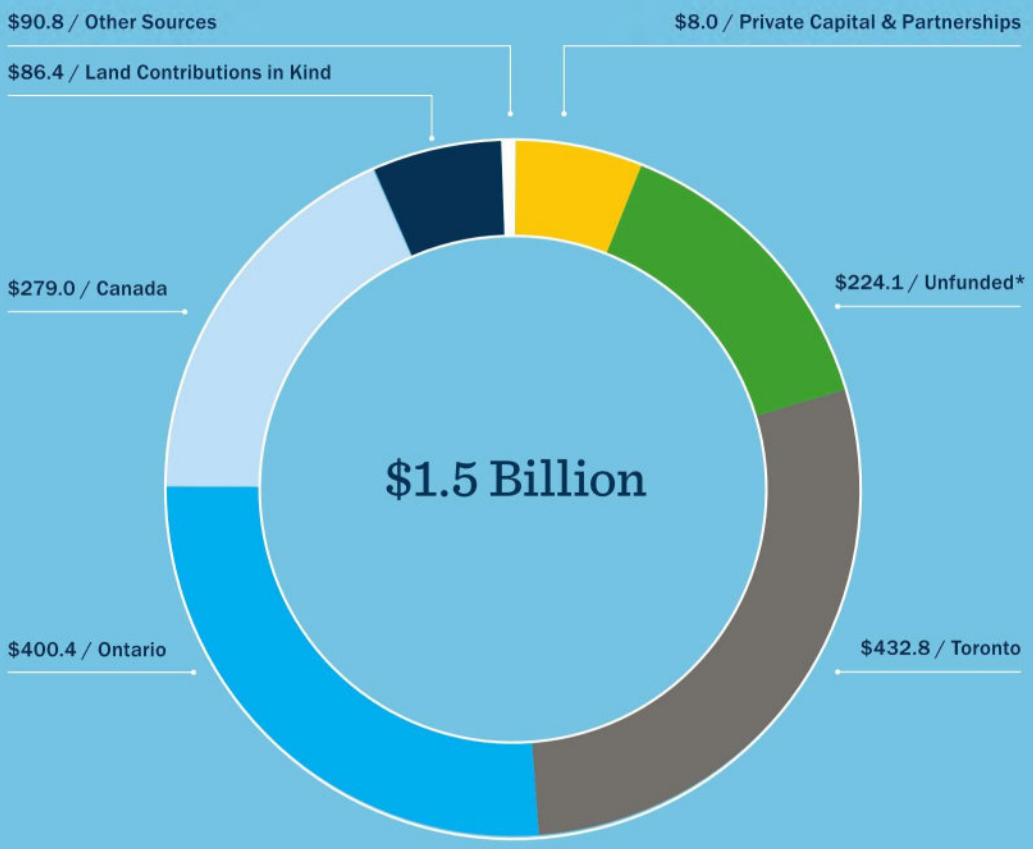
Figures are in $ millions

Note: The budget and forecast numbers above are inclusive of the annual corporate operating budget figures outlined in Appendix 3. Corporate operating costs are charged to projects based on direct staff hours required to deliver the project using a full cost recovery hourly rate. Full cost recovery hourly rates are determined based on actual direct costs of staff in the Planning & Design, Development and Project Delivery business units, together with a burden rate for indirect, core support costs such as occupancy costs, technology, audit fees, insurance, corporate communications and staff in core support roles such as accounting, finance, IT, legal & board governance, procurement and human resources.

As outlined on page 64, some projects do not currently have sufficient project funding to fully recover the indirect portion of the corporate operating cost, and as such Waterfront Toronto must use alternative sources of revenues to fund these.

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Appendix 2: 2019/20–2023/24 Funding Plan



Figures are in $ millions

***** The $224.1 million unfunded portion of the Five Year Strategic Plan comprises all of the New Potential Projects ($205.6 million) together with $11 million of corporate operating costs and $7.6 million of Quayside MIDP Development costs. The New Potential Projects will not be initiated until funding has been secured for these projects. The remaining unfunded portion of $18.6 million will be temporarily funded with the Corporation's borrowing facility until future land sale revenues are realized.

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Appendix 3: Corporate Operating and Capital Budgets

		Budget	Forecast			
Corporate Operating Budget	**2018/19**	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
General and Office Administration	$ 1.4	$ 1.9	$ 1.9	$ 2.0	$ 1.8	$ 1.2
Accountability and Governance	0.4	0.4	0.4	0.4	0.4	0.4
Information and Technology	0.5	0.6	0.6	0.6	0.5	0.4
Human Resources	15.4	14.7	14.7	14.5	13.5	12.0
Public Engagement and Communication	0.6	0.6	0.6	0.6	0.6	0.5
Sub-total before Amortization	**$ 18.3**	**$ 18.2**	**$ 18.2**	**$ 18.1**	**$ 16.8**	**$ 14.5**
Amortization	$ 0.5	$ 0.5	$ 0.5	$ 0.4	$ 0.4	$ 0.3
Total Corporate Operating Budget	**$ 18.8**	**$ 18.7**	**$ 18.7**	**$ 18.5**	**$ 17.2**	**$ 14.8**
Corporate Operating Costs recovered from Projects	$ 14.2	$ 14.1	$ 14.1	$ 13.9	$ 12.6	$ 11.4
Corporate Operating Costs Funded by Other Sources	$ 4.6	$ 4.6	$ 4.6	$ 4.6	$ 4.6	$ 3.4
Total Corporate Operating Budget	**$ 18.8**	**$ 18.7**	**$ 18.7**	**$ 18.5**	**$ 17.2**	**$ 14.8**

Corporate Capital Budget	**2018/19** (revised)	**2019/20**	**2020/21**	**2021/22**	**2022/23**	**2023/24**
Technology Infrastructure	$ 1.3	$ 0.3	$ 0.3	$ 0.3	$ 0.3	$ 0.3
Fascilities Improvement	0.6	0.3	0.1	0.1	0.1	0.1
Total Corporate Capital Budget	**$ 1.9**	**$ 0.6**	**$ 0.4**	**$ 0.4**	**$ 0.4**	**$ 0.4**

Figures are in $ millions

Note: By first quarter 2019/20 we expect all major upgrades such as the Enterprise Resource Planning system and the office space reconfiguration to be complete. As such, the Corporate Capital Budget in this Plan is focused largely on maintaining a state of good repair. These costs are amortized over a three year and five year period respectively, and this cost is reflected above in the Amortization line within the Corporate Operating Budget.

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Our Executive Team

Michael Nobrega
Interim President and CEO

Meg Davis
Chief Development Officer

Chris Glaisek
Chief Planning and Design Officer

David Kusturin
Chief Project Officer

Marisa Piattelli
Chief Strategy Officer

Lisa Taylor
Chief Financial Officer

Leslie Gash
Vice President, Development

Julius Gombos
Senior Vice President, Project Delivery

Pina Mallozzi
Vice President, Planning and Design

Cameron MacKay
Vice President, Strategic Communications and Engagement

Kristina Verner
Vice President, Innovation, Sustainability, and Prosperity

Ian Beverley
General Counsel

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Join us online

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Board of Directors Meeting – December 6, 2018
9 - Investment, Real Estate and Quayside Committee
Co-Chairs' Report
Mazyar Mortazavi

Agenda Item	Item 9, Investment, Real Estate and Quayside (IREQ) Committee Co-Chairs' Report
Purpose	**For information:** report on the IREQ Committee meeting November 22, 2018
Key Messages	The attached report on the IREQ Committee meeting November 22, 2018 covers: 1. MIDP Negotiation Update: a. WT Goals and Objectives b. Evaluation Framework Update 2. MIDP Oversight: a. MIDP Program Dashboard b. Quayside Development Plan Since the November 22, 2018 IREQ meeting, management has: • Held a Civic Lab on Digital Governance (November 23, 2018); • Attended the West Don Lands Committee meeting (November 26, 2018); and • Attended a Civic Data Trust Workshop (November 27, 2018).
Areas of note/ Key issues	<u>MIDP Negotiation</u> • WT Goals and Objectives for the MIDP have been presented to stakeholders and Sidewalk Labs (SWL); comments received have been incorporated. • With support of KPMG and ARUP Professionals, management is working to finalize the Evaluation Framework for approval by the Board in 2019. • MIDP Program Dashboard supports Committee and Board oversight; overall project status is yellow, and Business Terms/Pro Forma is red, due to SWL delay. • The consultancy team has been augmented to include IP/Data Monetization advice from KPMG. • WT and DSAP received SWL Digital Governance Proposal. • Public Engagement: Round Table #4 is on December 8, 2018. <u>Development Projects</u> • At IREQ's request a development dashboard for other development projects is now included in IREQ reporting.

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Expected Outcome	**The Board will be updated regarding the November IREQ Committee meeting and the Quayside project.**
Key Takeaways/ Next Steps	Management will continue to move forward on the Quayside project, including: • Ongoing consultation (and sign off where appropriate) and work to finalize the Goals and Objectives and the Evaluation Framework; • Developing a communications plan to support the evaluation process; and • Outreach to fill vacancies on DSAP.

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Board of Directors Meeting – December 8, 2018
Item 9 – Investment, Real Estate and Quayside Committee Co- Chairs' Report
Mazyar Mortazavi

The Investment, Real Estate and Quayside (IREQ) Committee met on November 22, 2018. Three out of five Committee members were in attendance (2 in person, 1 by phone) and quorum was achieved.

We wish to report on the 2 items set out below; all items pertain to the Quayside project and are for information.

1. MIDP Negotiation Update
   - Waterfront Toronto (WT) Goals and Objectives
   - Evaluation Framework Update

2. MIDP Milestones
   - MIDP Program Dashboard
   - Quayside Development Plan

Overview of the Meeting:

- At the November 22, 2018 meeting, in the closed session, the Committee received an update on the Master Innovation and Development Plan (MIDP) negotiations and progress. This update covered the Goals and Objectives and the proposed Evaluation Framework.
- Management also presented a report in support of project oversight by the Committee. The Dashboard report covered the MIDP Budget Status, Schedule, Consultancy Team Update and Risk Status. A proposed Development Plan for Quayside was also presented at a high level.
- The Committee received an update on Public Engagement activities pertaining to the Quayside project and an update on the work of the Digital Strategy Advisory Panel.

MIDP Negotiation Update:

WT Goals and Objectives

- The Goals and Objectives (Priority Outcomes, Compliance Requirements and Pillar Targets) have been presented to Sidewalk Labs (SWL), Stakeholder Advisory Committee (SAC) and IGSC since the last meeting on October 11, 2018 and comments have been received and incorporated.
- The revised Goals and Objectives will form the basis of the Evaluation Plan which will guide the review of the MIDP by WT.
- The summary sheet is attached (Summary – WT Goals and Objectives) and outlines the priorities for WT. The link to the full package is **here.**

Evaluation Framework Update

- The current process and structure of the Evaluation Framework has been reviewed with IREQ but the Framework is still in progress.

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- WT is working with KPMG on the Framework. Staff and KPMG have extensive experience on this kind of process.
- The Framework will include a robust review structure that includes third party subject matter experts on all aspects of the MIDP (see attached Evaluation Structure Diagram).
- The finalized evaluation framework (inclusive of finalized Goals and Objectives) will be presented to the board for approval in 2019.

MIDP Oversight:

MIDP Program Dashboard

- The attached MIDP Program Dashboard has been developed to summarize and present information about MIDP progress and to support project oversight by the Committee.
- The attached version was issued November 9, 2018 and reflects financial information as of October 24, 2018.
- The overall status of the project is yellow with concern remaining on budget, schedule and compliance/risk.
- Main Items of concern are as follows:

  i. *Business Terms/Pro Forma* – these are the deal terms (such as land valuation methodology and procurement methodology) and development business case for planning options. SWL is delayed in providing these, which has delayed finalization of the Evaluation Framework. WT has commenced weekly meetings with SWL to advance progress.

  ii. *Schedule* - SWL missed first delivery milestone and is behind on delivery of the MIDP. WT working with SWL to refine timelines and assess impact of delay on future delivery dates.

  iii. *Budget* – WT staff and consultancy budget under review.

Quayside Development Plan

- A brief overview of the Quayside Development Plan was presented to the IREQ Committee for their information in advance of it being included in materials being presented at Round Table meeting # 4 (RT4) on December 8, 2018. A copy of the RT4 materials will be provided to the Board for their information via email on or before December 7, 2018.

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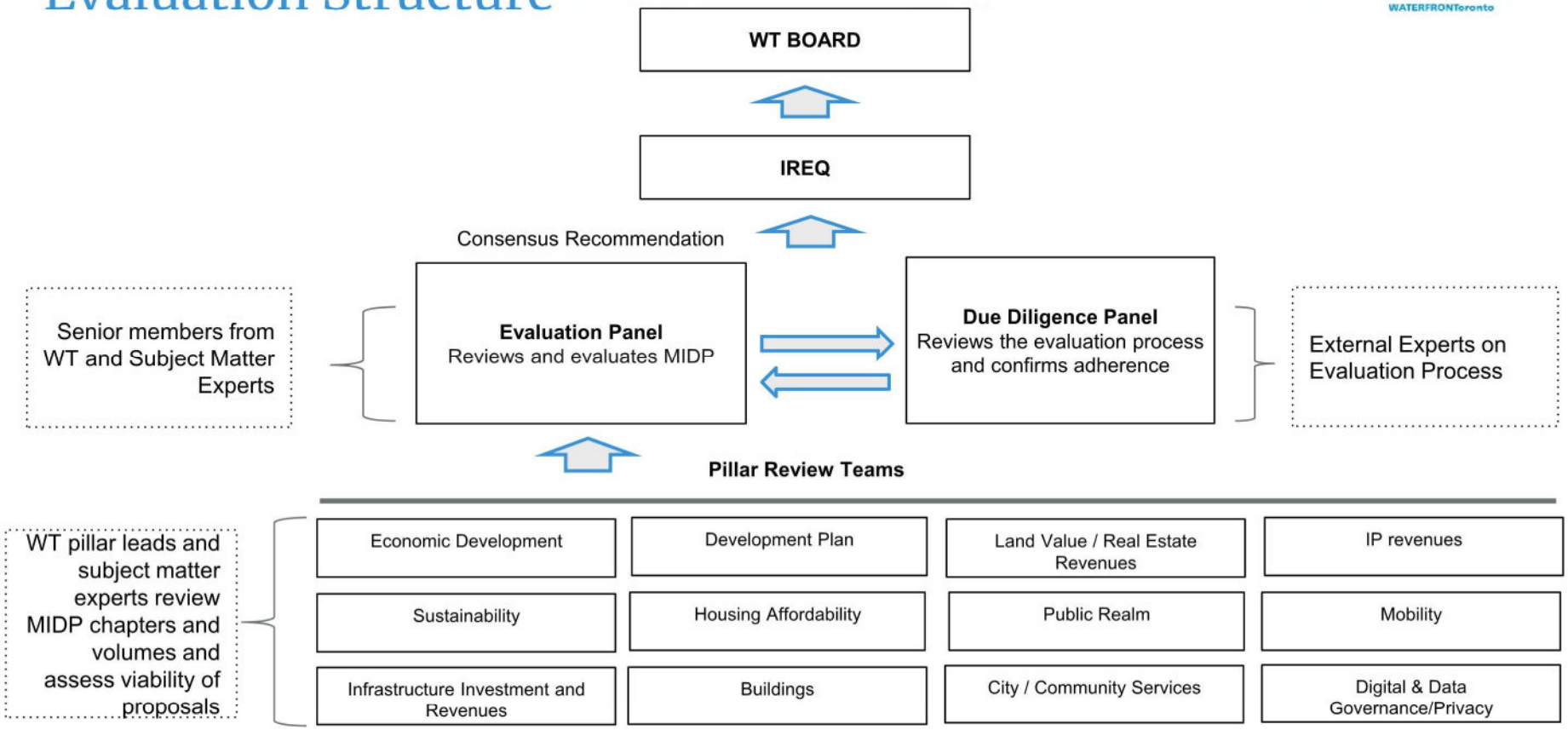
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Summary - WT Goals and Objectives

Implementation Requirements **"Must Do's"**	Five "must do's" to be adhered to through the MIDP phase and into development/execution	1. Public Consultation Protocol 2. Data Governance and Privacy 3. Design Excellence 4. Local Developer Engagement 5. Partnership Model
Pillar Objectives	Detailed objectives reflecting Waterfront's **desired outcomes** for the MIDP broken down in eight categories.	1. Economic Development 2. Affordable Housing 3. Digital Platform 4. Sustainability 5. Mobility 6. Public Realm 7. Buildings 8. Community Services
Pillar Objective "Must Haves"	Out of these desired outcomes, five "**must haves**" have been identified as priorities for WT with respect to the success of the MIDP	1. Job Creation 2. Climate Positive 3. Affordable Housing 4. New Mobility 5. Innovations (To be further developed)

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Evaluation Structure



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MIDP Program

November 09-2018, Budget update as of Oct 24th 2018

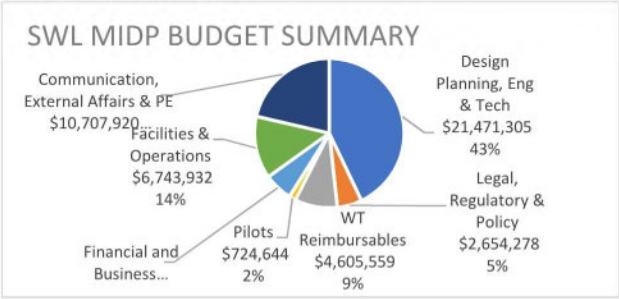
PROGRAM OVERSIGHT

OVERALL STATUS **BUDGET STATUS** **SCHEDULE STATUS** **COMPLIANCE / RISK STATUS**

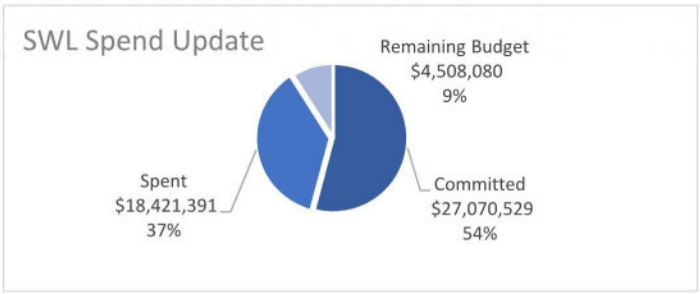
Waterfront Toronto is tracking the progress of the Master Innovation Development Plan (MIDP) Program and is proceeding in accordance with the contractual obligations as outlined in the Plan Development Agreement (PDA). Schedule, budget, and compliance risks are being closely monitored.

PROGRAM BUDGET STATUS

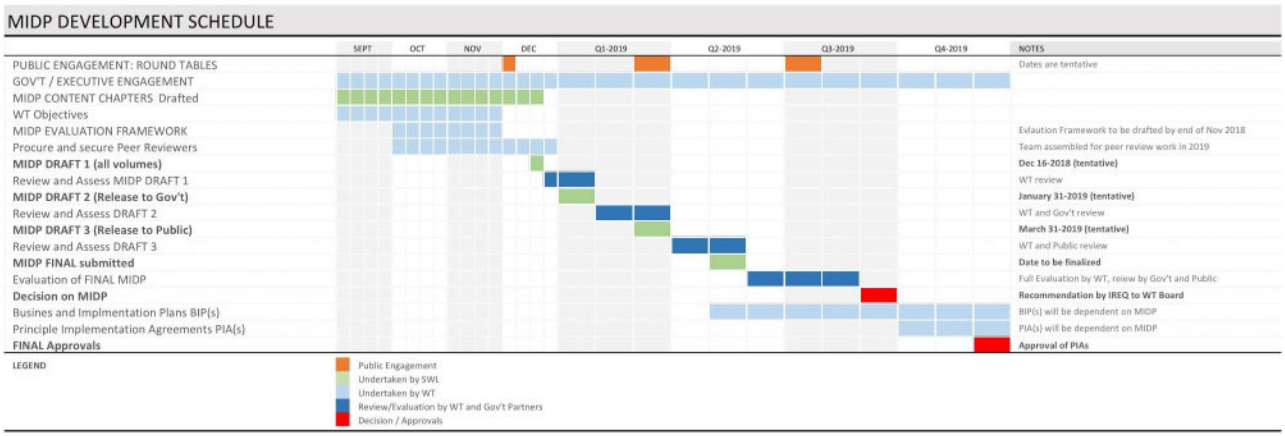
TOTAL: $50,000,000 ($US)



Commitments and Balance to Spend ($US)



SCHEDULE UPDATE



CONSULTANCY TEAM UPDATE

ADVISOR	SUBJECT MATTER	THIS PERIOD	COMMENT
Mc Carthy Tetrault	Legal - Deal	Advice on feedback for MIDP chapters Advice on Purposeful Solutions draft from SWL Advice on intellectual property legal considerations and data governance	ongoing
Dentons	Legal - Procurement & Privacy	Advice on Evaluation Framework, advice on data privacy and data governance	ongoing
MaRs	Data Governance	Research of Civic Data Trust models	ongoing
KPMG	Financial/IP/Data Monetization/MIDP Evaluation	Advice on Evaluation Framework, Kick-off meeting re: Intellectual Property	ongoing
NBLC (N Barry Lyons Consulting)	Real Estate	Housing Affordability survey	
Counsel Public Affairs	PR/GR	None	
Bespoke	Communications	Media relations and public engagement	ongoing
Swerhun Facilitation	Communications	Communications and media support	ongoing
ARUP	KPI Targets	Metrics for Evaluation Framework	ongoing
Wilton Capital Advisers Ltd	Real Estate	Review of draft Land Valuation Methodology	ongoing



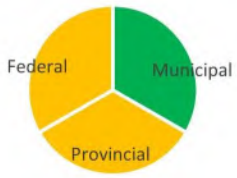
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MIDP Program

November 09-2018, Budget update as of Oct 24th 2018

DASHBOARD

Government Engagement



Comments

- More information on MIDP elements requested
- Summit planned for January 2019

IGSC update mtg Nov 13

City business terms review team set up

Public Engagement

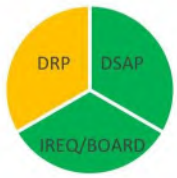


Comments

- Negative sentiment around DSAP member resignation
- Appetite for detail on digital governance remains

SAC initiated, RT4 planning begun, Civic Labs planni

Governance & Panels



Comments

- DRP seeking more detail & design

DSAP in receipt of SWL Digital Governance Proposal

Productive DSAP meetings October 18, November 15

Obligations and Risk



Comments

- October milestones missed
- Some work advanced on IP and Procurement
- Some work advanced on Land valuation methodc

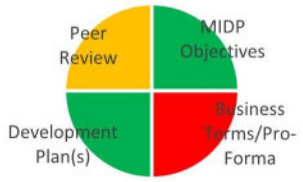
Project Management



Comments

- SWL MIDP Production plan refined
- Timelines for draft reviews are aggressive
- Gov't release dates to be reviewed further
- WT staff and consultancy budget under review

MIDP Evaluation Framework



Comments

- Vol 3 Team: late start for discussions on business terms
- Peer review team assembly has begun

WT working with KPMG and ARUP on Evaluation Framework

LEGEND

- No concerns: On target
- Caution: Emerging concerns
- Caution: Risk identified
- Work not started

SWL Relationship Indicator

Work needed to integrate Comms and PR activities

Further coordination needed on GR activities

ACTIVITY INSIGHT

Work Accomplished This Period: Sept - October

Vol 3 Team: began discussions on business terms

RT 4 planned for December 8, 2018

Peer review team assembly begun

Further development of Objectives, including public feedback through SAC

Feedback provided to SWL across pillars on initial drafts of MIDP

Work Planned for Next Period: November -December

First MIDP draft due from SWL

Finalization of Evaluation Framework

WT/MaRs research on Civic Data Trust governance models

Reports from Design Jams, Fellow program, and Kids Camp

RT 4



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ON MOTION, duly made by [●], seconded by [●] and carried, it is hereby **RESOLVED** that the Board of Directors approves the Rolling Five-Year Strategic Plan as presented and in accordance with the provisions of Section 8 of the Toronto Waterfront Revitalization Corporation Act 2002, directs Management to give a copy of the Rolling Five-Year Strategic Plan to the federal government, the provincial government and the Clerk of the City of Toronto on or before December 31, 2018.

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Agenda Item	Item 12 - Stakeholder Relations Committee Chair's Report
Purpose	**For information**: report on the Stakeholder Relations Committee meeting November 15, 2018
Key Message	The attached report on the Stakeholder Relations Committee meeting November 15, 2018 covers: 1. 2019/2010 Communications and Public Engagement Plan (the Plan) 2. Update on the Partnership Strategy; and 3. Philanthropy Strategy Update.
Areas of note/ Key issues	• The Plan builds off the 2019/2023 Rolling Five Year Strategic Plan and will be finalized and brought back to the Committee before the start of FY 2019/20. Oversight of the Plan will be achieved via a communications dashboard to be prepared by management. • The partnership strategy, previously reported on in June 2018, also is being finalized. It will be linked to the objectives of the 2019/2023 Rolling Strategic Plan, and the capabilities and resources needed to execute the partnership strategy will be identified and added. • Through a report prepared by KCI / WHAT'S NEXT, the Committee has been made aware of the elements that will impact the philanthropic abilities and aspirations of the Corporation. Management is continuing to work on developing a philanthropy strategy for the Corporation.
Expected Outcome	**The Board will be updated regarding the November 15, 2018 Stakeholder Relations Committee meeting.**
Key Takeaways/ Next Steps	Management will finalize the Plan and the partnership strategy, and continue its work to develop a philanthropy strategy.

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Board Meeting – December 6, 2018
Item 12 – Stakeholder Relations Committee Chair's Report
Jeanhy Shim

The Stakeholder Relations Committee met on November 15, 2018. All four Committee members were in attendance and quorum was achieved.

I wish to report on the three items set out below; all items are for **information**:

1. 2019/2010 Communications and Public Engagement Plan
2. Update on the Partnership Strategy; and
3. Philanthropy Strategy Update.

Overview of the Meeting

- The Committee received a presentation on and discussed the draft 2019/2020 Communications and Public Engagement Plan (the Plan).

- The Committee received an update on the development and directions of the partnership strategy.

- The Committee received and discussed a report prepared by KCI / WHAT'S NEXT to assist the Committee in reviewing the "if and how" of a philanthropy strategy for Waterfront Toronto.

- In closed session, the Committee received an update regarding certain confidential provincial information and a related communications approach (**agenda item 7 for this meeting**).

2019/20 Communications and Public Engagement Plan

- The Plan builds off the draft 2019/2023 Rolling Five Year Strategic Plan. Tactics in the Plan are designed to foster support for the Corporation's projects, to move toward proactive "campaign" and "opportunistic" communications programming, and to reduce the need for reactive responses.

- The Plan includes four strategic imperatives that define success:
  1. Frame public discussion around how Waterfront Toronto initiatives will improve urban living;
  2. Mitigate public confusion by improving public literacy on key issues;
  3. Enhance Waterfront Toronto's credibility on urban issues that people care about most; and
  4. Inspire people to be engaged advocates.

- A communications dashboard to report to the Committee on Plan progress was requested.

- The Plan will be refined and brought back to the Committee before the start of FY 2019/20.

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Update on the Partnership Strategy

- A report was provided to the Committee that describes:
  - the purpose of a partnership strategy for Waterfront Toronto;
  - the project undertaken to understand and assess existing partnership activities;
  - the identification of what should be the key elements in a partnership strategy; and
  - recommended next steps.

- This was the second report on partnership strategy; an initial report was provided at the June 8, 2018 Stakeholder Relations Committee meeting.

- The Committee discussed the report and agreed that next steps would involve linking the partnership strategy to the objectives of the Rolling Five Year Rolling Strategic Plan and finalizing the strategy, including the capabilities and resources required.

Philanthropy Strategy Update

- The Committee received and discussed a report entitled: "Launching a Philanthropy Program at Waterfront Toronto: A Framework and Guide for Feasibility and Planning."

- The report contained an inventory and assessment of the elements that will impact the Corporation's philanthropic abilities and aspirations.

- Among the elements required are:
  - the ability to attract major and transformative investment;
  - leadership with fundraising acumen;
  - professional fundraising capacity and administrative infrastructure to execute fundraising activities; and
  - marketing and communications support for philanthropy initiatives.

- The Committee requested that management develop a plan for continued exploration of a philanthropy strategy for Waterfront Toronto.

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Agenda Item	Item 13, Finance, Audit & Risk Management Committee Chair's Report
Purpose	**For information:** Finance, Audit & Risk Management Committee Chair's Report
Key Message	The attached report covers: • Corporate and Project Reporting Dashboards • Changes to the Procurement Policy; and • Port Lands Flood Protection Project: ○ 30% Stage Gate Budget for the PLFP Project; and ○ Independent Capital Monitor Report.
Areas of note/ Key issues	• Corporate and Project Reporting Dashboards covering 2018/19 Corporate Plan Performance, Finance & Administration and Capital Projects report that these areas are on track (no concerns) except: ○ Two caution areas in 2018/19 Corporate Plan Performance where some of the plan may not be met (five deliverables and a $71 million budget reduction) and well as one red area where an area of the plan will not be met in the planned timeframe (ERP implementation). • The 30% Schematic Design Stage Gate for the PLFP Project is now complete and: ○ Management forecasts that the likelihood of delivering the program on budget is between 73% to 92% percent; and ○ Based on the current schedule risk analysis, there is 90% likelihood that the program will be completed within 90 days of the Substantial Completion date specified in the contribution agreement. • Key findings from the review by BTY, the Independent Capital Monitor, are: ○ The overall cost and schedule management processes being implemented on the PLFP project are in line with industry standards; ○ Best practice risk management techniques have been followed in predicting the cost and schedule of the overall project; and ○ The current overall estimated project cost remains the same as per the due diligence report, totalling $1.185 billion.

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Expected Outcome	**The Board will be updated regarding the November 29, 2018 meeting of the FARM Committee.**
Key Takeaways/ Next Steps	• Management will continue to manage and, where possible, mitigate the caution and red areas currently impacting 2018/19 Corporate Plan Performance. • Management will provide examples to the Committee of circumstances related to the new sole source exemption in the revised Procurement Policy (section 6. 3. (g) – circumstances where the nature of work is such that it would not be in the public interest to solicit bids or proposals). • Management will provide another update on the PLFP Project in March, 2019.

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The Finance, Audit & Risk Management (FARM) Committee met on November 29, 2018. Three out of four Committee members were in attendance and quorum was achieved. Janet Rieksts-Alderman was unable to attend so Committee members appointed Susie Henderson Chair of the meeting.

This report covers the following four items, **for information**:

1. Corporate and Project Reporting Dashboards;
2. Changes to the Procurement Policy; and
3. Port Lands Flood Protection (PLFP) Project:
   a. 30% Stage Gate Budget for the PLFP Project; and
   b. Independent Capital Monitor Report.

In addition to the above items covered in this report, at the November 29, 2018 meeting the FARM Committee considered the following in closed session:

- Discussion of Provincial Information and
- Rolling Five-Year Strategic Plan.

These items are addressed separately. (See agenda items 7 and 8 for this meeting.)

1. Corporate & Project Reporting Dashboards

- Management presented a macro dashboard that was divided into three areas:
  - 2018/19 Corporate Plan Performance;
  - Finance & Administration; and
  - Capital Projects.
- The dashboard highlighted two caution areas in the 2018/19 Corporate Plan where some areas of the plan may not be met (five deliverables and a $71 million budget reduction), and well as one red area where an area of the plan will not be met in the planned timeframe (ERP implementation).
- The FARM Committee is satisfied that management is taking the appropriate mitigation steps to manage these areas.
- All other areas of the dashboard remain on track.

2. Changes to the Procurement Policy

- Management amended the Procurement Policy on November 9, 2018 to strengthen the wording with respect to sole source procurements, as well as to provide greater clarity regarding compliance by the policy with the Broader Public Sector Procurement Directive.
- The changes were reported to the Committee for information.
- For clarification, the Committee requested that management provide examples of circumstances related to one of the sole source exemptions (section 6. 3. (g) – circumstances where the nature of work is such that it would not be in the public interest to solicit bids or proposals).

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3. Port Lands Flood Protection Project

a. 30% Stage Gate Budget for the PLFP Project

- The 30% Schematic Design stage gate for the project is now complete.
- Management is forecasting that the likelihood of delivering the Port Lands Flood Protection Program on budget is between 73% to 92% percent, depending on the level of conservatism applied to risk allocation.
- Based on the current schedule risk analysis, there is 90% likelihood that the program will be completed within 90 days of the Substantial Completion date specified in the contribution agreement.
- Project Budgets for the Port Lands Flood Protection Program have been re-set to align with the current forecast, which is the best estimate of the final project cost available at this phase of the project. The project will also continue to be tracked back to the original project element budgets per the 2016 Due Diligence report.
- To ensure that budget and schedule risks are actively managed, management has introduced a series of enhancements to the risk monitoring process.
- The Stage Gate process will allow Waterfront Toronto to complete the design process, while ensuring that the likelihood of achieving the program budget remains high as projects move into construction.

b. Independent Capital Monitor Report;

- BTY presented their first report as Independent Capital Monitor for the PLFP project.
- Key findings from the BTY review include:
  - The overall cost management process being implemented on the project is in line with industry standards and provides the Board and the Committee with assurance that best practice risk management techniques have been followed in predicting the outturn cost of the overall project.
  - The estimates reviewed contained an appropriate level of detail as would be expected at the due diligence stage and 30% design stage.
  - The estimates contained appropriate allowances for design and escalation risk.
  - An industry standard Risk Management approach to identifying and mitigating budget risks was implemented and is being followed.
  - Effective cost control methods such as tracking changes from the baseline estimate and taking corrective measures to ensure the estimates remain within the overall budget have been implemented.
  - The current overall estimated project cost remains the same as per the due diligence report, totalling $1.185 billion.
  - The overall schedule management process being implemented on the project is in line with industry standards and provides the Board and Committee with assurance that best practice risk management techniques have been followed in predicting the overall project schedule.

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- The schedules reviewed were prepared in industry standard formats.
- The schedules reviewed contained appropriate level of detail as would be expected at the due diligence stage and 30% design stage.

- A Substantial Completion activity is included in the latest schedule and has the appropriate relationships tied to the activity to reflect the work required to be completed to achieve Substantial Completion.

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WATERFRONTtoronto

Board of Directors Meeting – December 6, 2018
Item 14 - Chairs Committee Chair's Report
Helen Burstyn

Agenda Item	Item 14 - Chairs Committee Chair's Report
Purpose	**For information and approval:** Report on the November 29, 2018 Chairs Committee meeting
Key Messages	The attached report on the November 29, 2018 meeting of the Chairs Committee covers the following items: 1. Human Resources Update; 2. Directors Code of Conduct; and 3. Composition of the Board of Directors.
Areas of note/ Key issues	Directors should note: • The Human Resources Update includes recommendation that an Ad Hoc Search Committee of the Board be established to support the recruitment of a new Chief Executive Officer. • The revised Directors Code of Conduct ("revised Code") is being presented to the Board for approval. This document was first presented for approval to the Board at its June 28, 2018 meeting. As a result of a request made at that meeting, an amendment has been made to Section 5.1. With this amendment, the document is now being presented to the Board for approval, again. • Resolutions to establish the Search Committee and approve the revised Code will be considered at today's meeting. • There are currently two vacancies on the Board and the terms of an additional eight directors expire in 2019.
Expected Outcome	• The Board will establish a Search Committee to support the recruitment of a new Chief Executive Officer. • The Board will approve the revised Code. • Directors will be informed of the existing vacancies and upcoming expiring terms of Directors.

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Key Takeaways/ Next Steps	• The Search Committee will begin working with Boyden Global Executive Search and Management on the recruitment of a new CEO. • Following approval of the revised Code, each Director will be provided with copies for completion, execution and return to the Board Administrator.

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WATERFRONTtoronto

Board of Directors Meeting – December 6, 2018
Item 14 – Chairs Committee Chair's Report
Helen Burstyn

The Chairs Committee met on November 29, 2018. Four out of five Committee members were in attendance (1 in person, 3 by phone) and quorum was achieved.

I wish to report on the three items set out below which were discussed at the November 29, 2018 meeting of the Committee and for which, under the terms of its Mandate, the Committee is responsible:

1. Human Resources Update
2. Directors' Code of Conduct; and
3. Composition of the Board of Directors.

1) Human Resources Update

The Committee was advised in a report by Rose Desrochers, Human Resources Director, which was presented by Kathleen Niccols, that 31.5 of the 35.5 new positions approved in the Amended 2017/2018 and 2018/19 Corporate Plans have been filled.

Ms. Niccols also advised that the Toronto office of Boyden Global Executive Search ("Boyden") has been retained to support the hiring by the Board of a permanent CEO.

Following discussion, the Committee recommends that the Board form an ad hoc Search Committee from its members, which would include at least one Director appointed from each level of government to work with and support the work of Boyden. The Committee further recommends that the members of the Search Committee be remunerated for their work according to the Board Member Remuneration Policy approved by the Board on May 5, 2014.

The time commitment required for members of the Search Committee is expected to be substantial in the early months of 2019 due to initial discussions with Boyden and then interviews with candidates. Directors who have expressed some interest in working as a member of the Search Committee so far are Janet Rieksts-Alderman (Federal), Susie Henderson (City), Helen Burstyn (Province) and Jeanhy Shim (Federal). It will be desirable to also have Michael Nobrega (Province) work with the Search Committee, either as a Director and member or as a member of Management. The Search Committee may also consider other advisors to support their work.

Other Directors who have an interest in working as a member of the Search Committee should express their interest either to the Chair before the December 6, 2018 Board meeting or in the discussion at the meeting.

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2) Directors Code of Conduct

A revised Code of Conduct for Directors ("revised Code") was presented by the Chairs Committee for approval at the June 28, 2018 meeting of the Board of Directors. Board approval was not obtained and staff was requested to reconsider the following sentence from Section 5.1:

> "Directors must not make public comments about Waterfront Toronto or disclose Confidential Information, unless the Chief Executive Officer has authorized the Directors to do so."

After review, this sentence has been deleted in the attached revised draft of the revised Code as it was considered unnecessary. With this deletion, Directors are still required, under Section 3, to keep Confidential Information confidential. Further, unless authorized by the Chair, Sections 5.1 and 5.2 restrict Directors from speaking on behalf of either Waterfront Toronto or the Board or from making public comments about the Board.

Detailed information concerning the revised Code were provided in a memorandum that was provided to the Board at its June 28, 2018 meeting. To access that memorandum, please click here.

3) Composition of the Board of Directors

There are currently two vacancies on the Board and the terms of eight directors will expire in 2019. The Committee has reviewed the upcoming expiries and noted same.

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Infrastructure Canada

PROTECTED B

SCENARIO NOTE

Toronto Waterfront Revitalization Initiative – Intergovernmental Steering Committee

Date/Time:	Sept 6, 2018, 2:30 -4:00	
Location:	In-person and by teleconference at Toronto City Hall 23E	
Subject:	Intergovernmental Steering Committee (IGSC) between Infrastructure Canada, the Ontario Ministry of Infrastructure, the City of Toronto and Waterfront Toronto (WT)	
Participants:	**INFC** Kelly Gillis Nancy Faraday-Smith Shawn Tippins **Ontario Ministry of Infrastructure** Scott Thompson (Deputy Minister) Adam Redish (Assistant Deputy Minister) Wendy Ren Cam Whitehead Catalina Manning	**City of Toronto** Chris Murray (City Manager) Lou Di Gironimo (Deputy City Manager, Cluster B) David Stonehouse (Director, Waterfront Secretariat) Jay Paleja (Manager, City Manager's Office) Siri Agrell (Special Assistant, Mayor's Office) **Waterfront Toronto** Michael Nobrega (A/ CEO) Marisa Piatelli (Chief Strategy Officer) Meg Davis (Chief Development Officer) David Kusturin (Chief Project Office) Lisa Taylor (Chief Financial Office) Edward Chalupka (Government Relations)

Departmental Objectives

- There are no decision items outside of approval of previous meeting minutes.
- As Chair you will want to show leadership and continued federal commitment to advancing key WT commitments, including delivering the Quayside Master Innovation and Development Plan (MIDP) by April 2019. To that end, you may wish to emphasize the importance of WT providing the Committee with a detailed Quayside/MIDP critical path that previews important milestones and IGSC decision points.
- IGSC will allow INFC officials to receive updates and discuss the next steps regarding the following agenda items:
  - Port Lands Flood Protection;
  - Quayside;
  - WT's 5-year Plan
  - WT Financial Update (quarterly financials, portfolio dashboard; current borrowing authority, and ERP system update)
  - Draft tri-government / WT accord

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Stakeholder Objectives

- This will be the first IGSC since the Quayside Plan Development Agreement (PDA) was approved and released on July 31st, so it will be an opportunity to mark that accomplishment and turn to future work on the MIDP.
- [redacted]
- [redacted]
- [redacted] INFC engages on high-level strategic issues and acts as a bridge back to the federal family, but does not get directly involved on issues that are otherwise better left with WT's management and Board – such as oversight of operational matters.

Context

- A meeting agenda for the quarterly IGSC can be found in **Annex 1**. You chaired the last IGSC meeting in Toronto on July 20, 2018, which was called expressly to brief IGSC members on the PDA and roll-out strategy for its imminent release. Minutes from this meeting may be found under **Annex 2** along with minutes from the previous May 10th, IGSC – the last time standing agenda items were taken up.

Port Lands Flood Protection (PLFP) and Cherry Street Lakefilling Projects

- WT presentation documents as well as a one-pagers from INFC-POB on PLFP and Cherry Street can be found in **Annex 3**.
- Work on the PLFP Project is progressing on schedule and WT has commenced site mobilization. Costs incurred as of July 31, 2018 are $30,367,834 (2.6% of the total project budget of $1.185 billion). [redacted]
- A draft Terms of Reference for the INFC-WT Oversight Committee has been completed, and are with WT for review and comments. The first meeting will be scheduled in mid-September 2018.

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- The Cherry Street Project is progressing on schedule. As of August 29, 2018 construction for Cherry Street Lake filling is approximately 55% complete. Installation of dockwall and sheetpiles on the North side of of Essroc Quay is complete. Some 148,000 metric tonnes of core stone has been put in place. Procurement of RFPs for supply of armour stone and laboratory testing have closed. Work that is ongoing includes:

    - Stakeholder management, communicating, and reporting;
    - Lake filling and Combi-wall construction;
    - Core stone delivery and placement;
    - Shaping and grading core stone.

Quayside

- WT presentation document on Quayside can be found in **Annex 4**.

- The PDA's release on July 31, 2018 received extensive media coverage. This was fuelled in part by the resignation of Ontario-appointed WT Board member Julie Di Lorenzo on the morning the Board voted to adopt the PDA. Media coverage also hi-lighted that the PDA left largely un-answered questions over how the Quayside project would handle issues such as privacy and data ownership/security. More recent media coverage has also drawn attention to the confidential "Design Procurement Document" (request for proposals) produced by Sidewalk, which has IP language heavily favoring Sidewalk Labs.

- WT has now turned its efforts toward an ambitious schedule to develop the MIDP by April 2019. It held the third in a series of five public roundtables on August 14-15, focusing on the first in a number of subject matter areas of the MIDP (a.k.a. "pillars") – and looked at issues such as innovative building techniques, street designs and public realm aspects.

- The go-forward plan for the MIDP process includes the public release of an annotated Table of Contents in early November that will provide a comprehensive description of its component parts, as well as proposed site plans, followed by a public roundtable to seek feedback. A complete draft-work-in process MIDP is expected to be released in early 2019 with a final roundtable.

    - A final draft is being targeted for WT/Alphabet Board approval in April 2019. At the same time the City will conduct its own public consultation after receiving the MIDP to inform its considerations in advance of necessary City approvals.

- Privacy and data issues are being dealt with largely through the arms-length Digital Strategy Advisory Panel (DSAP) established by WT. While this group has been pre-occupied with coming to terms with its mandate, it is expected to start dealing with substantive issues come October. To facilitate its work, a number of 'Civic Lab' engagement events are planned over the fall/winter to address key questions on privacy/data governance that will inform the shape of Sidewalk Labs' Responsible Data Use Policy Framework. WT is seeking active government participation at these events.

- The DSAP remains of key interest from a federal perspective, as there will likely be important linkages to draw between its work and that of the federal government's National Digital and Data Transformation Consultations, currently underway. INFC will continue to be a focal point in connecting these efforts within the federal family. Staff have initiated a dialogue with ISED on how best to do this going forward.

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WT 5-year Strategic Business Plan

- WT presentation document on the 5-year Plan can be found in **Annex 5**.
- This year WT is legislatively obligated to deliver a 5-year business plan covering the fiscal periods 2019/20 to 2023/24, which requires Board approval by end of December. The Plan itself does not require the approval of the three orders of government. [redacted]
- The 5-year Plan is required to cover the Corporation's objectives and plans to enhance the economic, social and cultural value of the land in the designated waterfront area, including:
    - Current and forecast levels of activity in the area;
    - Infrastructure that may be needed;
    - Plans to divide and develop the land;
    - Projects that the board considers to be priorities for the corporation; and
    - Timetable for implementing these projects.
- The Plan will also include an estimate of the long-term development costs of achieving these objectives and a description of the business strategies and funding options available to the Corporation for the following five years. In this regard we expect WT will use the 5-year Plan to address how private capital can be brought to the table; how it can utilize the capacity of CreateTO and others actors in the area; and, how it can leverage the respective innovation agendas of the three orders of government.
- Your interest in this item will be to see any indication from WT as to whether the Plan will signal any particular governance requests to the three orders of government. These deal with requests to either borrow, mortgage or encumber assets, raise revenue, or create a subsidiary.
- In addition the 5-year Plan will further outline the context for the next 10 years and the key strategic questions to be addressed in light of WT's mandate expiring in 2028. As such, you will also be interested in any signals on the part of WT concerning the extension of its mandate.
- WT must still also produce a Corporate Plan for 2019/20. This year it will be included as a subset of the 5-year Plan.

WT Financial Update

Quarterly Financial Report

- WT will be presenting updates on its Quarterly Report and recent borrowing, which are standing IGSC agenda items. Supporting material can found in **Annex 6.**

WT Portfolio Dashboard

- WT will present a financial Portfolio Dashboard of its major projects. This document responds to a request the federal government has raised at previous IGSC meetings for WT to provide regular dashboard updates for every project using a standard template similar to the Port Lands Flood Protection dashboard. The standard template would track work completed/forecast and spending to date and forecasted by project.

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- As this is the first iteration of the dashboard being presented to for IGSC consideration, you may want to ask that WT walk members through and explain each of its key performance indicators, and allow an opportunity to discuss how future iterations may be improved for clarity, precisions and level of detail provided.

[redacted]

Provincial Auditor General (AG) Value-for-Money Audit

- WT will update on the AG audit. Representatives from all three orders of government were interviewed by auditors over the spring/summer. At INFC Program Operations Branch staff were interviewed.

- The AG's office is now circulating a "Factual Clearance" document, containing 149 statements as well as eight tables and six appendices, for comment by the three levels of government and WT. Comments are requested for September 8, 2018. The three levels of government have met at the staff level to share their respective comments back to the AG's office.

WT Enterprise Resource Planning (ERP) Software Implementation

- The ERP is business process management software that will allow WT to use a system of integrated applications to manage office functions including reporting on funds spent, project progress and results.

- WT has experienced a 2-3 month delay going live with the tool. It is holding a series of pilots to test how the ERP platform aligns with WT's needs, the second of which took place in May, while a third is scheduled for September. The system is expected to launch in October 2018.

- The City of Toronto engaged Ernst and Young LLP (EY) to undertake an audit of WT's proposed ERP system. EY is taking part in the control room pilots and will report back to the three levels of government to seek feedback. See City of Toronto update also in **Annex 6**.

[redacted] Toronto will continue to monitor the roll-out of the tool and update government partners.

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Tri-government / WT Accord

- A City of Toronto presentation document and working draft of the proposed accord can be found in **Annex 7**.
- At the last IGSC, the Tri-government Working Group (TWG) was directed to continue its work toward advancing a text that could form the basis of a non-binding accord clarifying roles and responsibilities between the three levels of government and WT. The TWG was directed to report on progress at the next IGSC.
- A draft work-in-process text has now been shared with WT for comment. [redacted]
- The purpose of the update at this meeting is to seek IGSC direction on advancing the text toward a final draft which may be considered for approval by IGSC in November. Specifically, IGSC concurrence is being sought on the following recommendations:
  - That the accord retain a four-party agreement model
  - That IGSC members exercise delegated authority (accord be signed by Deputy Ministers and the City Manager)
  - That WT requests for changes to governance framework be dealt with through future process (e.g., extension of term, etc.)
  - That the accord reinforce ultimate accountability of the WT Board in development of plans and reports
- [redacted]

In-Camera

- No requests have been received to date on issues to raise in-camera.

Annexes:

Annex 1: Agenda
Annex 2: Minutes from the May 10 and July 20 IGSC Meetings
Annex 3: Port Lands Flood Protection Contribution Agreement Update (WT)
- i. Port Lands 1-pager (POB)
- ii. Port Lands Dashboard (POB)
- iii. Draft Terms of Reference: WT-INFC Port Lands Oversight Committee (POB)
- iv. Cherry Street 1 pager (POB)
- v. Cherry Street Dashboard (POB)

Annex 4: Quayside Update (WT)
Annex 5: WT 5-year Strategic Plan (WT)
Annex 6: WT Financial Update (WT)
- i. Portfolio Dashboard (WT)
- ii. ERP Memo (City)

Annex 7: Tri-government /WT Accord Update (City)
- i. Draft Tri-government Accord (TWG)

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Pages 310 to 314
are withheld
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Font l'objet d'une exception totale
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Agenda
Toronto Waterfront Revitalization Initiative IGSC
September 6, 2018

Toronto City Hall, 23rd Floor East Tower, and by Teleconference
2:30 – 4:00 PM

[redacted]

1. **Welcoming Remarks and Introductions –** Kelly Gillis, Deputy Minister, INFC (5 Min)

2. **Approval of May 10 and July 20, 2018 IGSC Minutes –** All (5 Min) – Decision Item

3. **Port Lands Flood Protection Update –** WT Chief Project Officer David Kusturin (10 Min) – Information Item

4. **Quayside –** WT Chief Development Officer Meg Davis (20 Min) – Information Item
   - *Project Update*
   - *Digital Strategy Advisory Panel Update*

5. **Waterfront Toronto 5-year Plan –** WT Chief Strategy Officer Marissa Piatelli (10 Min) – Information Item

6. **WT Financial Update –** WT Chief Financial Officer Lisa Taylor (25 Min) – Information Item
   - *Quarterly Financial Report*
   - *Status of WT Borrowing*
   - *Extension of WT's borrowing consent to 2028*
   - *Provincial AG Audit Update*
   - *Enterprise Resource Planning System*
   - *City-commissioned EY Audit of ERP System – David Stonehouse, Director, City of Toronto Waterfront Secretariat*

7. **Tri-government / WT accord –** David Stonehouse, Director, City of Toronto Waterfront Secretariat (10 Min) – For Discussion
   - *Tri-government Working Group (TWG) progress update*

8. **In Camera** – (5 Min)

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Final for IGSC APPROVAL

Toronto Waterfront Revitalization Initiative
Intergovernmental Steering Committee
Meeting Minutes

Thursday May 10, 2018
2:00 to 3:30 PM

Federal Representatives:	Kelly Gillis, Glenn Campbell, Gerard Peets, Marie-Pier Nassif, Kathy Morin, Brook Simpson
Provincial Representatives:	Bruce Singbush, Carol Mercer, Lynn Kekanovich
City of Toronto Representatives:	Lou Di Gironimo (chair), Giuliana Carbone, Jayne Naiman, Mike Yu, Brett Howell
Waterfront Toronto Representatives:	William Fleissig, David Kusturin, Lisa Taylor, Marisa Piattelli, Ed Chalupka, Meg Davis

	ITEMS DISCUSSED	
1.	Welcome and Introductions	Lou Di Gironimo (Interim Deputy City Manager) and Giuliana Carbone (Interim City Manager) introduced themselves to the IGSC. The Government of Canada agreed to chair IGSC meetings for the remainder of the 2018/19 Waterfront Toronto fiscal year.
2.	Approval of January 25, 2018 IGSC Meeting Minutes	IGSC minutes were approved with no amendments.
3.	Port Lands Flood Protection (i) Contribution Agreement Update (ii) Project Update (WT)	(i) Will Fleissig thanked the government partners for coming together to finalize the Flood Protection and Enabling Infrastructure Contribution Agreement. (ii) David Kusturin provided a project update. Design work is advancing on river/park, roads/infrastructure, and bridge components. Schematic design (30%) is anticipated in May and updated costs are expected in June/July. Villiers Park and Promontory Park North will be designed to 30% detailed design and construction costs are not included within the $1.25 billion. Design excellence is being pursued for the 3 bridges using a common design / form approach. The intention is that the continuity of bride design will generate costs similar to or lower than 3 separate bridge designs. Budget and materiality will

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		impact final design. The Design Review Panel and the City's Structures group are engaged. Cherry Street lakefilling is advancing. Barges are currently delivering core stone fill onsite. Anticipated Final Hard Costs for Cherry Street are higher than the Current Approved Budget ($48.4K vs. $41.8K) as a result of higher grade fill costs. Cherry Street contingency has been applied to cover the costs. WT is forecasting 100% of the budget will be spent. The Province requested additional detail related to hard costs for the Cherry Street project. Consultant contracts issued to date reflect the dollar value approved by governments before the $1.185 billion CA. WT is now in the process of updating contracts values. A Partners Meeting with the 30+ consultant teams is scheduled for May 18, 2018. Construction Baseline Schedule (10% design) is done and will be updated once Schematic Design (30% design) is completed. Site preparation, clearing and shallow excavation will begin in July 2018. A Public Meeting was held in March and another is scheduled for July 18th, 2018. Initial Risk Management Workshop completed March 21/22 and the next will occur after Schematic Design. Project Soft Costs were approved by the WT Board in March.
4.	Update on First Nations Consultation (i) Mississaugas of New Credit (ii) Mississaugas of Scugog Island (iii) Federal Approvals	(i) Meeting was held between the MNCFN, the government partners and WT on April 16, 2018. Ongoing conversation between the MNCFN and WT to develop an MOU to formalize involvement in public realm and other aspects. Federal government will link WT with appropriate contacts to advance MOU dialogue. (ii) Province has determined that Duty to Consult has been triggered for both the MCNFN and the Mississaugas of Scuggog Island. WT has been delegated procedural aspects of the Duty to Consult from the Province. (iii) WT has received Federal confirmation that the Duty to Consult has been satisfied to date.
5.	Quayside (i) Project Update	(i) Meg Davis provided a project update on Quayside. The Quayside Executive Steering Committee (QESC) held its first monthly meeting on April 19, 2018 and a Digital Advisory Panel was announced on April 27, 2018.

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		WT is looking for opportunities to bring Canadian businesses to scale. Timelines for Partnership Development Agreement (PDA) and Master Innovation Development Plan (MIDP) are evolving and will be given the time they need for the parties to "get it right".
		[redacted]
		WT noted the QESC meeting scheduled for May 18 will be cancelled.
6.	ERP Implementation (i) WT Roll-Out	(i) Competing WT staff resource demands have posed implementation challenges. The "go-live" date has been pushed from April to summer / early fall. It was clarified that all projects will "go-live" at the same time. At the request of the Federal government, WT agreed to provide regular dashboard updates for every project using a standard template similar to the Port Lands Flood Protection dashboard. The standard template will track work

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		completed/forecast and spending to date and forecasted by project. WT will share the WT Board template with the government partners.
	(ii) City Audit	(ii) EY has been officially retained by the City and EY has met with WT to review timelines. EY will participate in a week long "control room pilot" exercise that will test WT's processes against the ERP software. EY will generate a report to the City after the pilot is complete and the City will share the results with the government partners as appropriate.
7.	WT Financial Update (i) Quarterly Financial Report (ii) Borrowing (iii) Five Year Strategic Business Plan	(i) As of Q3, WT is realizing approximately 75% for Key Deliverables, Budget and Revenues. WT is in the process of finalizing Q4 results. (ii) WT has negotiated a new Centralized Cash Control (CCC) Service with its bank to pool WT's account balances for interest income/borrowing cost purposes. The Flood Protection Project's working capital balance is sufficient to maintain a positive corporate account balance for at least the next 3 years and therefore no borrowing is anticipated. (iii) As defined in the Legislation, WT is required to prepare a Five Year Strategic Business Plan by December 31, 2018. WT will ensure there are multiple check-in points with government partners before the document is finalized. Priorities include: - Business and Implementation Plans for future Precincts; - Addressing how private capital can be brought to the table; and - Utilizing the capacity of CreateTO and others actors in the area. Strategic options will be presented to IGSC in the early fall. It is important to align IGSC approvals with WT Board approval dates. Governments require WT to pull together a master calendar to outline the sequence of approvals. The City sought clarification as to what the "Port Lands" priority project references in the WT handout. WT clarified that the immediate task is for the completion of a Business and Implementation Plan for the Villiers Island Precinct. It was suggested that this priority be amended to reflect this scope. MNP performed an independent audit of WT's Enterprise Risk Management framework and it was presented to the Finance, Audit & Risk Management Committee in March. Several strengths and areas for improvement were noted by MNP. The areas for improvement will be implemented by MNP until WT fills the COO position. The Committee also approved a two-year internal audit plan.

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Final for IGSC APPROVAL

8.	Other Business (i) Waterfront Toronto (ii) Federal Government (iii) Provincial Government (iv) City of Toronto	(i) WT provided the IGSC with an update on the proposed Capital Peer Review Panel which seeks to enhance WT's existing WT governance and risk management framework to address the increased risks associated with the Flood Protection Project. Key elements include ensuring clear lines of responsibility and a 3 line approach to project management. WT is attempting to schedule the inaugural meeting prior to the May 31, 2018 FARM Committee meeting. WT asked the government partners to help identify candidates who may sit on the Panel [redacted] WT will send the government partners a mandate package to help identify potential candidates. WT asked for the City to clarify its transit priorities based on the transit MOU recently signed between the City and the Province. City staff are meeting with Metrolinx and Province to advance all projects outlined in the MOU and the parties are currently mapping out the schedules (design, tendering, construction, etc.) for the next 5-10 years. Once this is completed, the City will be in a position to provide an update to WT, likely in July. The City is building capacity for the life of all these projects and the the Waterfront Secretariat will be plugged into conversations with the new transit unit.
9.	In-Camera Session	The government partners did not request an in-camera session.

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Final for IGSC approval

Toronto Waterfront Revitalization Initiative
Quayside-focused Intergovernmental Steering Committee
Meeting Minutes

Friday, July 20, 2018
2:00 to 3:30 PM

Federal Representatives:	Kelly Gillis (Chair), Shawn Tippins, Brook Simpson (via telcon)
Provincial Representatives:	Scott Thomspon, Chris Giannekos, Bruce Singbush, Adam Redish
City of Toronto Representatives:	Giuliana Carbone, Lou Di Gironimo, David Stonehouse, Jayne Naiman, Mike Williams, Siri Agrell
Waterfront Toronto Representatives:	Michael Nobrega, Julius Gombos, Meg Davis, Marissa Piatelli, Ed Chalupka, Michael Bernstein, Carol Webb

	ITEMS DISCUSSED	
1.	Welcome and Introductions	Kelly Gillis welcomed all IGSC members to the meeting, and acknowledged Scott Thompson as the new Deputy Minister of the Ontario Ministry of Infrastructure, and Michael Nobrega as acting President and CEO of Waterfront Toronto.
2.	Approval of June 14, 2017 Quayside Executive Steering Committee (ESC) Meeting Minutes	It was agreed that the minutes would be amended as per comments voiced by the City of Toronto's Waterfront Secretariat, and re-circulated. In addition to the minutes reflecting that the Quayside ESC is to be discontinued in favor of having Quayside-focused meetings of the IGSC, the minutes would be amended to read that Quayside-focused IGSC meetings would be held 'as required' instead of every 6 weeks.
3.	Quayside (i) Comments and questions related to the Plan Development Agreement (PDA)	(i) Julius Gombos, WT Vice President, Project Delivery, summarized the key issues addressed in the PDA, which included: the project objectives and scope of the Master Innovation and Development Plan (MIDP); that there is no sale or transfer of land provided for in the PDA; a September 30, 2019 deadline for Board approval of the completed MIDP; funding of up to US $50 million from Sidewalk to complete the MIDP; and multiple points of approval by WT's Board of Directors. WT outlined the feedback it had received over the previous weeks in various briefings on the draft PDA. Aside from factual

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		editing/drafting issues, the main comment arising from governments concerned the depiction of the geographic scope of the project. As a result, a map depicting the MIDP site in an earlier draft of the PDA was replaced with one situating the 12-acre Quayside site within the Designated Waterfront Area, as set out in *the Toronto Waterfront Revitalization Corporation Act*. WT also reiterated to IGSC members that the focus of the PDA remained the Quayside site, while allowing for the exploration of proposals at scale. In response to questions over whether there were pressure points in negotiations with SWL that may be reflected in the PDA, Waterfront referenced the establishment of the project management committee as a key accomplishment for WT.
	(ii) Forward Process for developing the MIDP	(ii) The IGSC discussed the forward process for developing the MIDP. It was noted that public roundtables on MIDP pillar areas would be commencing in the days following the release of the PDA. In this regard, the GR/PR schedule of the PDA would provide guidance on managing the process for community stakeholder consultations. In parallel with Waterfront's process, the City noted that it would also be undertaking a public consultation process and peer review towards the end of the MIDP process.
	(iii) IGSC next steps	(iii) It was noted that a draft Table of Contents for the MIDP would be developed for consultation release in early November along with outlines of specific site plans. On next steps for the IGSC, it was determined that a Quayside project dashboard that tracks key performance indicators around timelines/milestone deliverables would be developed and provided to the IGSC for monitoring purposes.
4.	Quayside public engagement and communications	Meg Davis presented on WT's strategy for releasing the PDA following a vote of approval by the WT Board of Directors – scheduled for Tuesday, July 31, 2018. Assuming Board approval and signature of the PDA, its release would be embargoed until approximately 4pm to allow for technical briefings with the media. The October 2017 Framework Agreement (replaced by the PDA) would also be released at the same time. The release of both documents would be accompanied with communications materials explaining the differences between the two agreements. A communications package, including suggested Qs & As, would be provided to governments in the mid-week prior to the release.

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5.	Outcomes from July 16 Tri-government Working Group (TWG) workshop	David Stonehouse presented on a TWG workshop the City had hosted on July 16, which focused on developing a working text clarifying roles and responsibilities between the three orders of government and WT. [redacted] WT representatives welcomed the TWG exercise in principle, noting it may be timely as WT begins developing its next 5-year plan. IGSC members directed the TWG to continue its work and report on progress at the next IGSC meeting.
6.	Other business (i) WT five-year plan	(i) WT noted that it is working on its next 5-year plan, which may also provide an outlook for the final 5 years remaining in the life-cycle of WT, whose mandate will expire in 2028. As a result, WT noted that it is considering governance requests as part of its 5-year plan. The Plan covers a period starting on April 1st of next year, but needs to be approved by WT's Board of Directors by the end of this December. The importance of allowing for a review period with the three levels of government in October was raised. In this regard WT indicated that it was looking at setting up a meeting with TWG representatives in September to go over the draft table of contents and overall approach for the five-year plan. WT also noted that it would also be turning attention to its annual long-term funding plan which looks at the funding nature of its relationships with governments.
7.	In-Camera Session	The government partners requested an in-camera session.

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Port Lands Flood Protection Update

Inter-Governmental Steering Committee Meeting

September 6, 2018

David Kusturin, Chief Project Officer

WATERFRONToronto

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Cherry Street Lakefilling & Stormwater Diversion Project

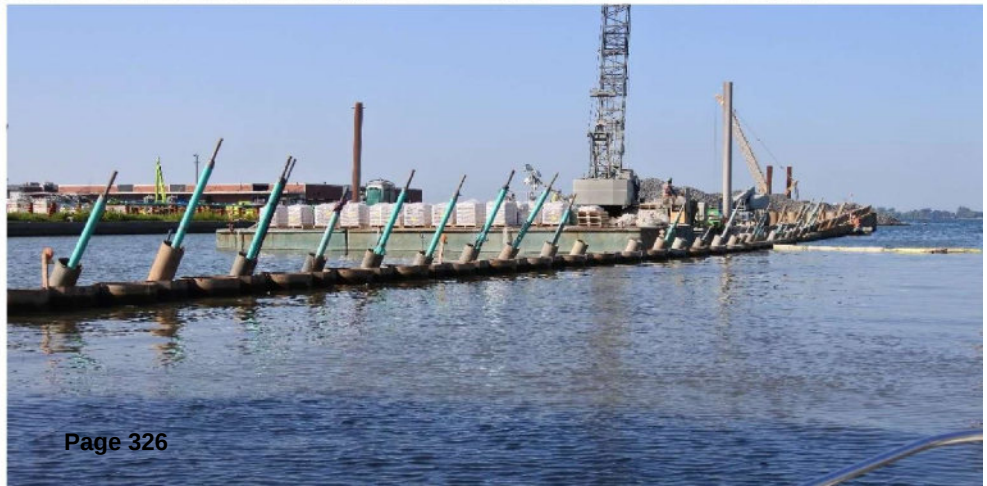


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Cherry Street Lakefilling & Stormwater Diversion Project

- First step in the Don Mouth Naturalization Project
- Create a new landmass around the current Essroc Quay, stabilize the area shoreline in flood conditions
- Create new fish habitat
- Total budget: $65M
- Construction: August 2017 – March 2019





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Status as of July 31, 2018– Cherry Street Lakefilling Project

Total Project Budget	**$ 65,000,000**
Total Amount Committed	$ 55,781,757
Total Cost Incurred	$ 29,580,057
Forecast Additional Commitments	$ 3,386,057
Total Unallocated Contingencies	$ 5,832,186
Forecast Final Cost	**$ 65,000,000**

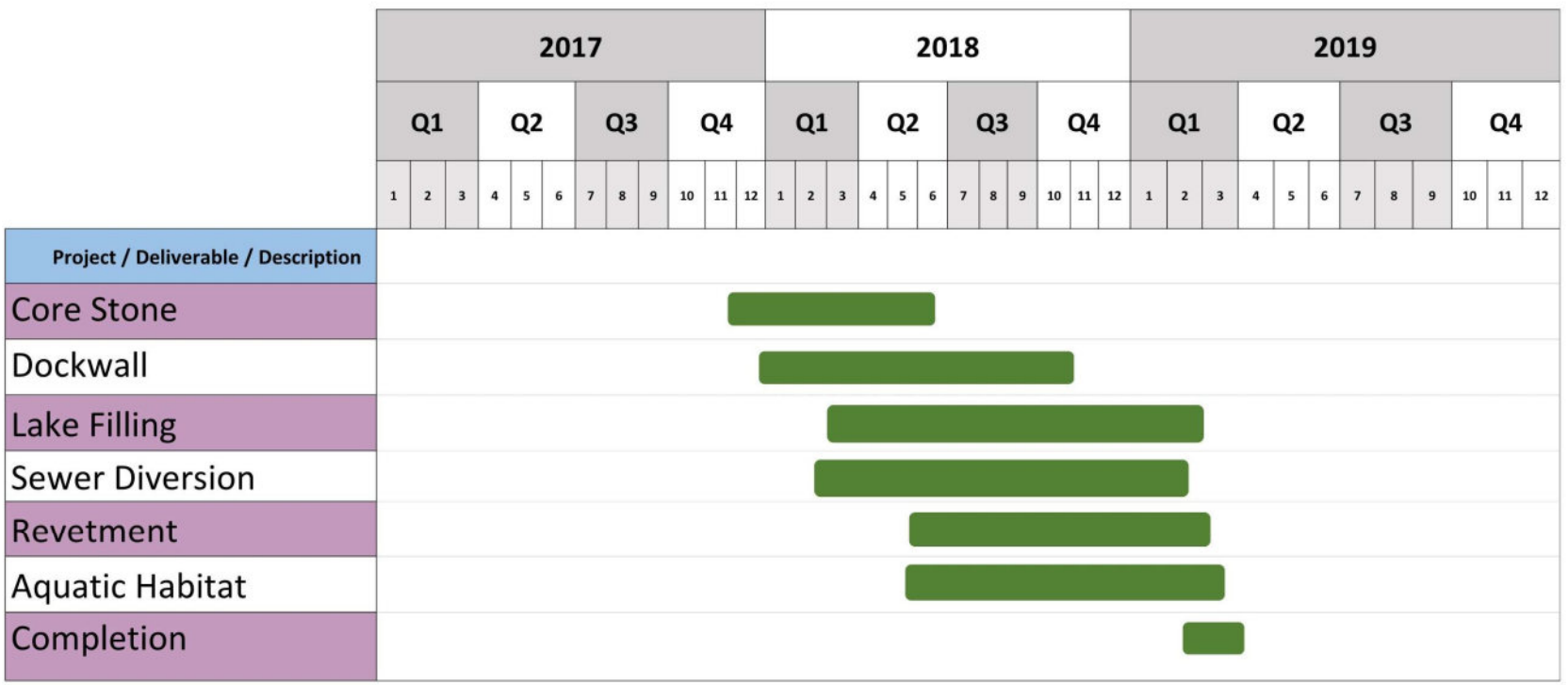
- Construction for Cherry Street Lake filling is approximately 55% complete
- Lake filling and Combi-wall construction is on-going
- Installation of Dockwall and Sheetpiles on the North side of Essroc Quay is complete
- Core Stone delivery and placement is on-going.
- Shaping and grading core stone is on-going.

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CSLF Construction Schedule

LEGEND

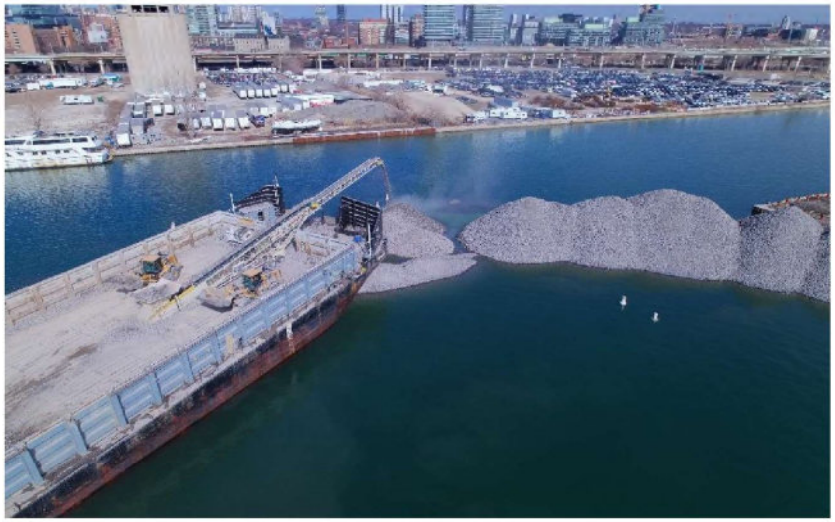
Construction



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Construction Update: Revetment Berms & Confinement









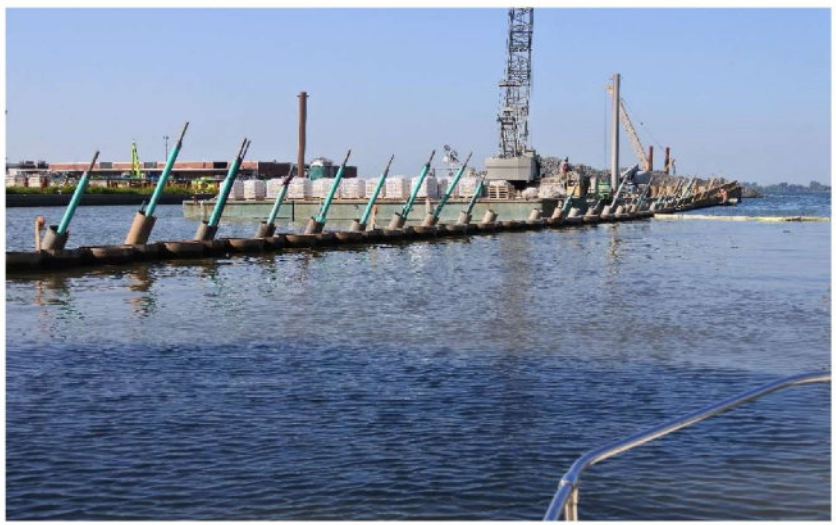
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Construction Update: Dock Wall & Lakefilling









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Don Mouth Naturalization & Port Lands Flood Protection

After Flood Protection:

- New Don River mouth, including a 1,000-metre river valley
- Don Greenway (spillway and wetlands)
- Improved Keating Channel
- Additional infrastructure, such as roads, bridges, storm sewers and watermains



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Status - Port Lands Flood Protection

As of July 31, 2018

- Program Risk Register updated to reflect revised program cost estimates and program schedule
- Transport Canada Permit Application submitted
- Topographical Survey and Subsurface Utility Engineering (SUE) is underway
- Tree cutting, site clearing and demolition sub-trades awarded and work has commenced
- Procurement documents for shallow excavation and soil management are complete
- 60% design activities are underway
- Public meeting held on July 18, 2018

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Tree Clearing, Demolition & Interim Separation Structure









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Design Progress Port Lands Flood Protection

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River Landscape and Parks



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River Landscape and Parks



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River Landscape and Parks



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Bridges



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Bridges



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Bridges



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Bridges

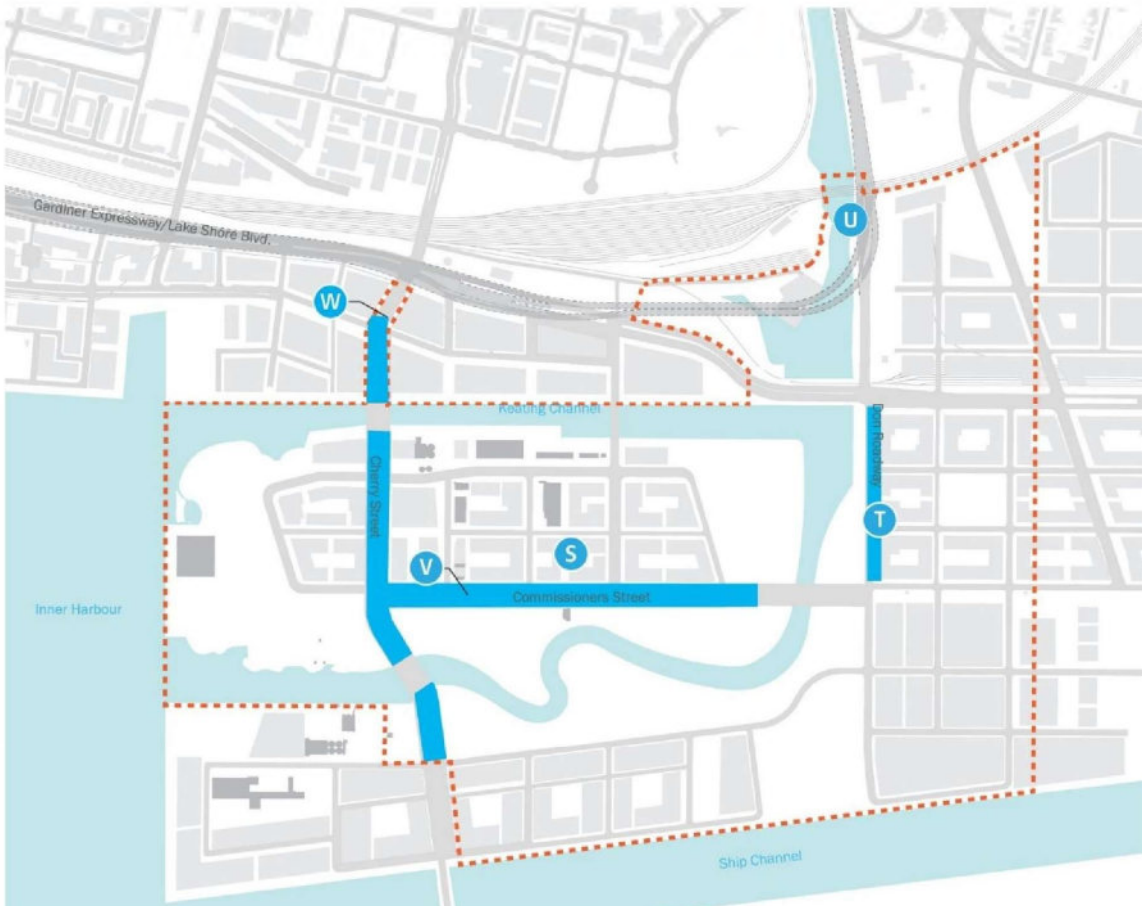


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Roads

- A Cherry Street Stormwater and Lakefilling
- B Polson Slip Naturalization
- C Flood Protection - River Valley
- D Don Greenway (Spillway & Wetland)
- E Don Roadway Valley Wall Feature
- F East Harbour Flood Protection Land Form
- G Sediment and Debris Management Area
- H Flow Control Weirs
- I Eastern Avenue Flood Protection
- J Villiers Island Grading
- K Keating Channel Modifications
- L Promontory Park South
- M River Park
- N Lake Shore Road and Rail Bridge Modifications
- O Cherry Street Bridge North
- P Cherry Street Bridge South
- Q Commissioners Street Bridge
- R Old Cherry Street Bridge Demolition
- S Site Wide Municipal Infrastructure
- T Don Roadway
- U Hydro One Integration
- V Commissioners Street
- W Cherry Street Re-alignment

- Port Lands Flood Protection and Enabling Infrastructure Boundary
- Earthworks/Flood Protection
- Parks
- Bridges & Structures
- Roads and Municipal Infrastructure



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Roads

New Cherry Street



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Roads

Commissioners Street



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Roads

Don Roadway



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Infrastructure Canada

PORT LANDS FLOOD PROTECTION AND ENABLING INFRASTRUCTURE PROJECT

Waterfront Toronto

THE PROJECT

The Port Lands Flood Protection and Enabling Infrastructure project (the Project) is expected to provide critical flood protection to 290 acres of underutilized and underdeveloped lands in the southeastern portion of downtown Toronto, which are at risk of flooding. The scope includes the creation of a naturalized mouth for the Don River that will safely convey flood waters into Lake Ontario; brownfield remediation; the creation of public parks aquatic habitat; and upgrades to municipal infrastructure including roads, bridges, and water and wastewater systems.

A dashboard developed by the Recipient, Waterfront Toronto (WT), outlining the Project components, budget and schedule has been provided in Annex A.

The federal government is contributing $384.2 million towards the Project under the Toronto Waterfront Revitalization Initiative. Construction of the Project started on June 18, 2018, and is expected to end on March 31, 2024.

UPDATE:

Design: Consultants have provided cost estimates based on 30% design for the river valley and parks; roads and bridges; servicing and municipal infrastructure; and flood protection features. These are being reviewed by WT project team and consultants.

Site preparation: Tree cutting and vegetation clearing is expected to be completed by September 2018 at a number of locations in the Port Lands. Drilling to collect soil and groundwater samples, surface water sampling, land surveying, pilot testing for soil treatment technologies, geophysical surveys, and vegetation and wildlife surveys are also taking place.

Construction: Crews are preparing for demolition at Commissioners and Cherry Streets. Existing asphalt, concrete, and existing buildings will be removed. Construction on a temporary structure near Commissioner's Street to separate work zones along the River Valley and Don Greenway will start in September 2018.

Budget and Cost: Costs incurred as of July 31, 2018 are $30,367,834 which represent 2.6% of the total project budget ($1.185 billion). [redacted]

Oversight Committee: Draft Terms of Reference (Annex B) for the INFC-WT Oversight Committee have been completed, and are with WT for review and comments. The first meeting will be scheduled in mid-September 2018.

RISK:

The WT project team is monitoring risks and implementing mitigation activities on on-going basis. Key risks are as follows:

- A final confirmation of tenant relocation dates required from CreateTO (the City of Toronto's agency that manages the City's real estate portfolio). A Master Agreement with CreateTO is required before construction begins in July 2019.
- In discussions with 3C Landowners for a License to Construct Agreement for construction of Cherry Street North.
- A potential increase to scope and costs for potential modification/relocation of Hydro One Networks Inc (HONI) facilities. In addition, an agreement with Toronto Hydro related to the design and construction of Hydro Infrastructure will be negotiated.
- Construction costs are being assessed as part of the 30% design to stay within budget.

Canada

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- A potential increase to the scope and costs associated with the Gardiner Expressway underpinning and coordinating the ramp structures and sediment management in relation to the Gardiner Expressway project.
- Through the Oversight Committee, INFC will continue to track the Project's schedule, budget and progress, as well as monitor and report on the Project risks. INFC will also provide and receive regular updates from the Project funding partners (the Province of Ontario and the City of Toronto).

COMMUNICATIONS, PUBLIC AND STAKEHOLDER RELATIONS:

- June 27, 2018 - Landowner and User Advisory Committee meeting
- July 18, 2018 - Public Meeting (rescheduled)
- Communications with the Mississaugas of Scugog Island First Nation have been initiated
- Communications with the Mississaugas of New Credit First Nation continue

SHORT TERM LOOK AHEAD:

- WT will present a request to the WT Board of Directors for capital cost approval. The Board is expected to provide a decision by December 2018;
- Project teams will continue to work on submissions related to permits from regulatory agencies (e.g. Toronto Heritage Preservation Services; Ministry of Environment and Climate Change);
- Project teams will continue to work on meeting commitments outlined in the Don Mouth Naturalization and Port Lands Flood Protection Environmental Assessment Study;
- Complete tender for demolition and shallow excavation of the Phase 1 River area;
- Continue with stakeholder management, communicating, and reporting; and
- INFC-WT oversight committee meeting scheduled for mid-September, 2018.

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Pages 351 to 352
are withheld
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Font l'objet d'une exception totale
conformément à la disposition de paragraphe
20(1)(b)
de la loi sur l'accès à l'information

Oversight Committee Guidelines

For the

The Portlands Flood Protection and Enabling Infrastructure Project

Approved: XX/XX/2018

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Introduction

The key role of the Oversight Committee (OC) is to ensure that the Port Lands Flood Protection and Enabling Infrastructure Project (the "Project") is being implemented in accordance with the "The Port Lands Flood Protection and Enabling Infrastructure Project Tri-government Agreement" (CA) entered into between HER MAJESTY THE QUEEN IN RIGHT OF CANADA, represented by the Minister of Infrastructure and Communities (herein referred to as "INFC"), HER MAJESTY THE QUEEN, in right of the Province of Ontario, represented by the Minister of Infrastructure (herein referred to as "Ontario"); the CITY OF TORONTO represented by the Deputy City Manager, Cluster B (herein referred to as the "City") and the Toronto Waterfront Revitalization Corporation (herein referred to as "The Recipient").

This document will present guidelines that are designed to provide the OC members with a description of their roles and responsibilities.

The guidelines will serve to clarify key elements and principles of the CA, and to ensure that management of the CA meets legal and policy requirements of the CA. In addition, the guidelines set out administrative practices for operation of the OC.

Interpretation

Any capitalized terms used herein without definition shall have the meaning assigned to it under the CA.

1.0 Roles and Responsibilities of Canada and the Recipient

The CA will be managed in collaboration between INFC, Ontario, Toronto and the Recipient. For the purposes of the OC, only INFC and the Recipient will be a party. The role of each party is described below.

1.1 Infrastructure Canada (INFC)

The Minister of Infrastructure and Communities is responsible for the overall management of federal infrastructure programs. Day-to-day responsibilities are carried out on the Minister's behalf by INFC staff. As the official spokesperson for federal infrastructure programs, the Minister provides information to Parliament and responds to inquiries from the public and media. The Minister is also responsible for signing the CA and its amendments.

INFC provides advice and support to the Minister of Infrastructure and Communities. The department's principal roles in infrastructure projects are to review proposals for infrastructure projects to ensure they are financially and environmentally sound; make a financial contribution to such projects; account for the proper expenditure of its contribution; communicate with stakeholders, including Parliament and the public; and oversee the implementation of the CA. It is

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responsible for informing the Minister of any risks associated with the project that cannot be resolved by the OC (e.g. major scope changes to the project, etc.) and to making recommendations to the Minister, as required.

In terms of CA implementation, INFC will act as the Federal Co-chair of the OC. INFC makes payments to the Recipient and monitors progress, to support transparency and reflect due diligence.

1.2 Recipient

The Recipient will be responsible for complete, diligent and timely Project implementation, in accordance with the cost provisions and to all other terms of the CA.

The Recipient will assume full responsibility for the operation, maintenance and repair of the infrastructure investment that is the subject of the CA, as per appropriate standards and for the full lifecycle of the infrastructure.

(Recipient may wish to add to this)

2.0 Oversight Committee (OC)

The OC's main role is to ensure that the terms and conditions (and other affiliated documents) set out in the CA are satisfied.

In order to meet its obligations and accountabilities, the OC must implement the necessary governance structure, outlined in Section 2.1 of these guidelines, and perform the tasks that are required to:

- Ensure that all the obligations inherent to the CA are met by all parties;
- Inform and be informed in a timely manner on all aspects that may impact the Project's objectives (scope, time, budget); and
- Have discussions and make recommendations and see to their implementation and follow-up.

The OC's key duties are:

a) monitor the progress and the payment for the Project;

b) act as a forum to resolve potential issues and address concerns;

c) monitor compliance with the terms and conditions related to INFC's contribution to the Project;

d) review and as necessary, recommend to the Parties amendments to the CA; and

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e) attend to any other function required by the CA in relation to Canada's contribution to the Project, or as mutually agreed to by the Recipient and Canada.

The OC will continue to operate until the Recipient meets all of the project closure requirements outlined in the CA, including any audits, reports and final adjustments.

Note: All information submitted to Canada through the OC is subject to the *Access to Information Act* and the *Privacy Act*.

2.1 Structure

i) OC membership comprises the following:

Co-chairs
- INFC representative
- Recipient representative

Members
- Federal representative
- Recipient representative

Other participants

- Other attendees as requested by the OC Co-chairs. Participation of additional attendees should be approved by both Co-chairs.

The Federal Co-chair and Federal Member are appointed by INFC and announced by letter or by email. Should INFC need to change the appointments, new nominations will be secured and announced by letter or email to the Recipient Co-Chair.

Recipient nomination process to be completed by Recipient. Nomination for these appointments will be provided to the Federal Co-chair by letter or by email before the first official meeting of the OC. Should the Recipient need to change the appointments, new nominations will be secured and provided to INFC.

2.2 Alternates

Co-chairs and Members of the OC may authorize, before a meeting, by letter or by e-mail, an alternate to attend an OC meeting on the behalf of an absent Co-chair or member. A written record of the appointment of the alternate shall be retained in the project files (by means of a note in the meeting minutes, a letter, or e-mail). No party shall be represented by more than one alternate at any single OC meeting.

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2.3 Meetings

INFC, in consultation with the Recipient, will determine when a meeting is required.

a) Notice
The Co-chairs will ensure sufficient notice of upcoming meetings is given to all members.

b) Quorum
The quorum for any meeting must include the Federal Co-chair and Recipient Co-chair or their alternates.

c) Request for Meeting
Meetings of the OC may be called at any time by the Co-chairs as required.

d) Location of Meetings
Unless mutually agreed in advance, the Co-chairs will use their discretion to determine meeting locations. Meetings may be held by teleconference or in person.

e) Agenda
Both Co-chairs must agree on the agenda for all meetings in advance. The agenda will be issued to OC Members by one of the members.

f) Chair
The meetings will be chaired by the Federal Co-chair and by the Recipient Co-chair, on an alternating basis.

g) Recommendations
Recommendations of the OC must be unanimous and recorded in the minutes of the meeting.

Recommendations will be confirmed in the official minutes that will follow. In the event that a recommendation of the OC is in doubt, pending publication of the official minutes, confirmation should be solicited from the Co-chairs.

Should a resolution on an issue be required prior to the next OC meeting and it does not prove possible to convene a meeting either by teleconference or in person, email approval of recommendations will be accepted. If a subsequent OC meeting is held, the recommendation should then be recorded in the minutes.

h) Dispute Resolution
In circumstances where an issue cannot be resolved at the OC level in accordance with relevant section of the CA, the Co-chairs will escalated the issue to Senior Officials.

i) Minutes
The Federal Co-chair and Recipient Co-chair are responsible for ensuring

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minutes are drafted for each OC meeting. Once drafted, minutes will be signed by the Co-chairs and presented at the next meeting so they become official.

3.0 Project Monitoring

A key role of the OC is to oversee the CA and ensure that the Project complies with the terms and conditions of the CA.

The following activities may be reported by the Recipient and monitored by the OC:

- Status of tendering of contracts;
- Project component and/or milestones, their descriptions and timelines;
- Implementation of the project is in accordance with the terms and conditions of the Duty to Consult (DTC), Environmental Assessment (EA), and other provincial, territorial or federal environmental permits, licenses and approvals;
- Actual project costs and INFC's contributions compared to approved annual budget;
- Communications Activities;
- Recipient Progress Reports;
- Audits;
- Ensure implementation of audit recommendations are completed;
- Project risks;
- Review of the reporting schedule, and
- Other special conditions as listed in the CA.

3.1 Risk Management

The OC should review the project risks and related mitigation measures identified in the Recipient Progress Report during the OC meetings.

3.2 Site Visits

INFC and Recipient officials may take part in site visits from time to time to determine the following:

- That the Project is being constructed as described in the CA;
- That any changes to the Project are being implemented in accordance with the CA;
- That the observed progress on the Project is consistent with the claims for payment which have been submitted to INFC;
- That signage is consistent with the Communications Protocol contained in the CA.

4.0 Change Approval Process

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a) Changes to the Project

The Recipient will provide INFC with a written request for a change to the Project. If INFC determines that the change has no material impact on the Project's description as per Schedule B (Project Description), INFC can approve or reject the change with the decision being noted in OC minutes.

Should INFC determine that the requested change does have an impact on the Project's description in Schedule B (Project Description), INFC will develop a recommendation to accept or reject the change. INFC will present the recommendation to the Minister of Infrastructure and Communities for a decision and any necessary further action, which may include an amendment to the CA.

b) Changes to Schedule B.2 (Project Cash Flow)

Schedule B.2 (Project Cash Flow) of the CA should evolve with the life of the Project and be updated at least once a year. When there is a change to Schedule B.2 (Project Cash Flow), INFC will do its best to accommodate the Recipient.

5.0 Reports

The Recipient must submit the Progress Reports and the Project Summary Reports as per Section 6.1 of the CA.

6.0 Audit Plan

If an audit plan is required, it will be discussed at the first OC meeting.

The Audit Plan will include timelines for submission of the audits required and audit follow-up reports. The Recipient will provide the OC with the findings of all audits. If an audit recommends the Recipient to undertake any follow-up actions, this report will outline what the Recipient has undertaken to address the audit's recommendations and results.

The OC will ensure that all required audits, as outlined in the Audit Plan and the CA, are completed and that any concerns identified in the audits are addressed.

7.0 Payment Process

In general, the Co-chairs of the OC are responsible for administering the CA for the project. Therefore, they are responsible for ensuring the accuracy of financial data, particularly with respect to ensuring that project costs are eligible and reasonable and providing timely and accurate information pertaining to the project's cash flow and budget (forecasting potential cost-overruns or future budget issues). The OC should be informed of any concerns regarding the payment process.

INFC will validate the progress claim, ensure that the following conditions are satisfied and arrange for payment:

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- The claim is for Eligible Expenditures that are incurred and paid as defined in Schedule A (Eligible and Ineligible Expenditures)
- a breakdown of Eligible Expenditures of INFC claimed by Project component in accordance with Schedule B.2 (Project Cash Flow) and Schedule B.3 (Project Cost Breakdown) of the CA;
- Payments are limited to Eligible Expenditures incurred by the Recipient after the date of cost eligibility indicated to the Recipient by the Minister and before the Project Closure Date;
- The claim is in accordance with the approved Schedule B (Project Description) of the CA and a revised Schedule B (Project Description) has been submitted, if necessary;
- The claim is consistent with the description provided in the Progress Report and progress observed through site visits where appropriate;
- The claim is supported by appropriate invoices and/or justification documents;
- The Progress Reports have been received on time and approved by INFC;
- The amounts claimed do not exceed the Eligible Expenditures for the Project; and,
- There are no other reasons that prohibit payment as per the CA.

Should any of the conditions listed above not be satisfied, INFC and the Recipient will undertake any necessary action (e.g. provide additional information or justification) to attempt to resolve any issues regarding payments. To facilitate the claims process for the Recipient, INFC will provide a guide to submitting claims that outlines all requirements for having claims approved in a timely manner. Upon request, INFC can set up one-on-one training on the claims process and tools.

8.0 Environmental Management/Duty to Consult

The Recipient will be informed by INFC through a letter of any federal requirements under the *Canadian Environmental Assessment Act, 2012* (CEAA 2012) or if there is a duty to consult with and accommodate Aboriginal groups. This letter will be issued by the Aboriginal Consultation and Environmental Services of INFC shortly after the Minister's approval of the project. Federal EA requirements include projects designated under the *Regulations Designating Physical Activities* of CEAA, 2012, for which an EA would be required, or more commonly, projects on federal lands that require an Environmental Effects Evaluation under s.67 of CEAA, 2012.

INFC will monitor the progress of any outstanding consultation or accommodation activities with Aboriginal groups and CEAA 2012 requirements. If applicable (as stated in the letter outlining CEAA 2012 and AC requirements), INFC will request evidence that CEAA, 2012 requirements have been met and evidence of Indigenous consultation and accommodation activities have occurred. If the DTC has been addressed by another Federal/Provincial department in the context of issuing a permit/license/authorization etc. The Recipient will ensure that construction does not begin prior to written confirmation from INFC these requirements have been met.

If there are no formal requirements, INFC and the Recipient will bring to the attention of the OC any environmental issues or issues raised by Aboriginal groups that could interfere

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with or delay the implementation of the project and, as appropriate, will work together to assist in the resolution of these issues.

9.0 Joint Communications

The Recipient and INFC shall ensure to follow the communication requirements as outlined in Schedule H (Communication Protocol) of the CA.

9.1 Communications with the Public

The OC is responsible for ensuring that all communications related to Project provide for equal recognition of all funding partners. This applies to signs on the Project site and any public announcements related to the Project. In addition, all public information must be in both official languages and must comply with the CA signed by INFC and the Recipient.

The Recipient and INFC should provide the OC with advance notice of planned Joint Communication events.

10.0 Project Closure

Once the Project is complete, all relevant information has been received from the Recipient, and all outstanding items have been dealt with, the Project can be closed. The OC's involvement in the closure stage will last as long as it is needed.
INFC will provide a project closure guide to be followed by all parties.

Oversight Committee Disbandment

When all closure duties and deliverables have been completed, the OC can be disbanded. This can take place by e-mail, letter or by teleconference by the OC Co-chairs. After the OC's disbandment, the Recipient is responsible for the long-term monitoring of the Project, including possible plans regarding the disposal of its assets, in accordance with the surviving clauses of the CA, and the fulfillment of any other applicable surviving clauses.

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APPENDIX A - Agenda Items for OC Meetings

The following are suggested agenda items for the OC meetings. Although all of the items will not be addressed at each OC meeting, they should all be addressed at some point during the OC's life.

First Meeting	Every Meeting	Meetings as required	Project Closure (if required)
• Terms and conditions of the CA • Claims procedure and service standard (required) • Audit Plan • Contracting • Risk Management • Oversight Committee Guidelines	• Note taker • Alternates attending and/or voting on member's behalf (if applicable) • Approval of OC minutes • Progress Reports: ○ Update on project status, completed activities and components and/or milestones. ○ Project schedule and any variances. ○ Schedule B.2 (Project Cash Flow) and cash flow forecast ○ Critical issues / decisions pending or implementation of risk management plan. ○ Environmental issues and compliance. • Claims Report • Risk Monitoring • Communications	• Financial Audit • Progress Report • Audit Plan • Communication Plan and activities • Compliance Audit • Plan to address audit recommendations • Project scope modifications • Report on implementation of audit recommendations • Site inspections and reports	• Final claims • Declaration of Completion Form • Project closure • Program evaluation • Oversight Committee Disbandment

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CHERRY STREET STORMWATER AND LAKEFILLING PROJECT

Waterfront Toronto

THE PROJECT

The project is receiving $32.5M (50% of project) from the Clean Water and Wastewater Fund. Infrastructure Canada has yet to receive a claim for this project.

With construction starting in December 2017, the project is creating new landmass by lakefilling around the Essroc Quay to stabilize the shoreline. The current dockwall is at risk of collapsing under flooding conditions so the infilling will aid in safely conveying increasing storm and flood waters. The project will improve water quality, optimize water and storm infrastructure, and create new naturalized open spaces and aquatic habitat. This will ultimately form part of Promontory Park - a component of the Port Lands Flood Protection project. The expected completion date for this project is March 2019.

A dashboard developed by the Recipient, Waterfront Toronto (WT), outlining the Project components, budget and schedule has been provided in Annex A.

UPDATE:

As of August 29, 2018 construction for Cherry Street Lake filling is approximately 55% complete. Installation of dockwall and sheetpiles on the North side of of Essroc Quay is complete. 148,000 metric tonnes of core stone has been put in place. Procurement of RFPs for supply of armour stone and laboratory testing have closed. Work that is ongoing:

- Stakeholder management, communicating, and reporting;
- Lake filling and Combi-wall construction;
- Core stone delivery and placement;
- Shaping and grading core stone.

RISK:

A detailed Risk Register has been developed for the project, and continues to be updated and monitored by Waterfront Toronto staff. The one risk identified is the settlement of the core stone which is being closely monitored. This is to ensure the stone is compressed, settling correctly and is stable.

COMMUNICATIONS, PUBLIC AND STAKEHOLDER RELATIONS:

- June 27, 2018 - Landowner and User Advisory Committee meeting;
- July 18, 2018 - Public Meeting;
- Communications with the Mississaugas of Scugog Island First Nation have been initiated;
- Communications with the Mississaugas of New Credit First Nation continue;
- The new website (www.PortLandsTO.ca) is now live and includes up-to-date information about construction.

Included is the Cherry Street Dashboard provided to Infrastructure Canada by Waterfront Toronto.

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Pages 364 to 365
are withheld
pursuant to paragraph
20(1)(b)
of the *Access to Information Act*

****

Les pages 364 à 365
Font l'objet d'une exception totale
conformément à la disposition de paragraphe
20(1)(b)
de la loi sur l'accès à l'information

Quayside Update

Inter-Governmental Steering Committee Meeting

September 6, 2018

Meg Davis, Chief Development Officer

WATERFRONToronto

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DISCUSSION TOPICS

1. MIDP Advancement Plan
2. WT's Goals and Objectives
3. Evaluation Framework
4. Digital Strategy Advisory Panel Update
5. Public Engagement Update
6. Milestone Schedule

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1. MIDP Advancement Plan

- The PDA has re-defined the roles of WT and SWL and sets the context for the MIDP
- Teams are moving from a phase of **idea gathering** into **planning and evaluation**
- We are implementing the refined work structure for the successful completion of the MIDP

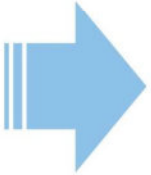
ACTIVITY	DETAIL	STATUS
PROJECT STRUCTURE	Established Project Management Committee Established Roles and Responsibilities Created Project Charter	COMPLETE
GOALS & OBJECTIVES SETTING	Reaffirming **WT's Goals and Objectives** based on RFP and WT mandate (e.g., job creation, climate change, affordability, mobility etc.)	In Progress PROJECTED COMPLETION **Sept 2018**
EVALUATION FRAMEWORK	Will include **qualitative** and **quantitative** measures Arup developing **metrics** for measurement Independent **peer review**	In Progress PROJECTED COMPLETION **Nov 2018**

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2. Refined Goals and Objectives Setting

WT has taken a ground up approach, linking **our Corporate Objectives, RFP Objectives, detailed WT Pillar Priorities and key Government Policy Objectives** culminating in a list of priority targets that will be refined and enhanced through a due diligence process and metrics exercise underway for WT by ARUP.

- WT Corporate Objectives
- RFP Objectives
- WT Pillar Priorities
- Government Policy & Strategy Review
- Arup Due Diligence and Metrics work



Refined Goals and Objectives

- Forms a key element of the Evaluation Framework
- Reinforces WT as steward and revitalization lead
- WT defines the "what", SWL derives the "how"
- Projected Completion **Sept 2018**

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3. Evaluation Framework

WT is working on creating an Evaluation Framework:

- Robust evaluation process that will clearly show how the MIDP meets our goals and objectives, while properly considering the development plan and pro forma analysis
- Supported by a Peer Review that will offer a 3rd party assessment across the entire scope of the MIDP

Comprised of:

1. **Goals and Objectives**
   Qualitative and Quantitative Measures
2. **Development Plans**
   Qualitative Measure
3. **Pro-Forma**
   Quantitative Measure
4. **Peer Review**
   3rd party verification



Evaluation Framework

- Integral to the evaluation of the MIDP
- Gives confidence to the Board, Governments and community on evaluation of MIDP
- Projected Completion **November 2018**

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4. Digital Strategy Advisory Panel (DSAP) Mandate

The mission of the DSAP is to provide objective, professional advice to ensure that ethical use of technology, accountability, transparency, protection of personal privacy, data governance, cyber security together with the opportunity for broad and equitable benefits to be accrued from the intellectual property and data, are addressed in a robust way to encourage innovation and economic development and preserve the public good.

Participants:

- Interim Chair: Michael Geist, Canada Research Chair in Internet and E-commerce Law, University of Ottawa
- Currently 14 members: industry, legal, academic
- External legal counsel for Waterfront Toronto participates as appropriate:
  - Chantal Bernier (Dentons)
  - George Takach (McCarthy Tetrault)
- Management liaison: Kristina Verner, VP, Innovation, Sustainability & Prosperity

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4. DSAP Meetings 2 & 3

DSAP meetings since last IGSC:

Meeting #2 (Closed Session – June 25, 2018)

- Advisory discussion on the Guiding Digital Principles and Intellectual Property schedules of the PDA

Meeting #3 (Open Session – August 16, 2018)

- Discussion on mandate, 2018-2019 Panel Workplan and general Panel Governance issues.

Upcoming Meetings:

Meeting #4 (Mid-September 2018)

- Based on the Principles contained in the PDA discuss review of the MIDP
- Sidewalk Toronto Responsible Data Use Framework
- Materials for October 3, 2018 Civic Lab and finalization of the Panel's workplan for 2018

Meeting #5 (October 18, 2018)

- Debrief from October 3, 2018 Civic Lab and Materials for November 7, 2018 Civic Lab
- MIDP – Outline for the Digital Platform, Privacy and Data Governance segments

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4. Civic Labs

Purpose:

- To encourage feedback from the broader community and provide access to expert voices in the key areas of concern, including, but not limited to: privacy, data localization, de-identification, consent, and data ownership.
- To increase understanding of the role and work of the Waterfront Toronto DSAP.
- To build awareness of the guiding digital principles defined in the PDA and contextualize the proposed *purposeful solutions* through these principles.

Proposed Dates:

- Session 1: October 3, 2018 - *Digital Principles Consultation*
- Session 2: November 7, 2018 - *Privacy, Algorithmic Transparency and broader ethical issues*
- Session 3: December 5, 2018 - *Data Ownership, Business Models, and IP*

Potential Session Collaborators:

- Code4Canada, Ryerson University, MaRS Solution Labs, Evergreen Canada

We would like to have active government participation in each of these sessions.

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5. Communications and Public Engagement Update

Plan Development Agreement (PDA): Executed on Communications Strategy

- PDA approved by Board of Directors and released publicly together with the initial Framework Agreement (now superceded) on July 31st
- Invited select media outlets for interviews with senior leadership to ensure clarity of messaging and accuracy of reporting
  - Total of seven interviews, including: The Toronto Star, The Globe and Mail, Spacing, The Wall Street Journal, The Logic
- Achieved desired objectives, including:
  - Providing clarity and assurance around Waterfront Toronto's role in the project,
  - Demonstrating that Waterfront Toronto is acting in the public interest, and
  - Clarifying misconceptions

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5. Communications and Public Engagement Update

Public Engagement:

- Roundtable #3 – August 14/15: public realm, streets, mass timber
  - Attendance: more than 400 people participated in-person, another 5,300 participated online
  - Summary Feedback Report being prepared
  - Next Roundtable: December 1, 2018 (TBC)

- Design Jams (Charrettes):
  Participation by invitation, including project team members (and consultants), theme-related subject matter experts, and multi-generational community members

  - September 17: Vertical Living: How do we build great communities?
  - September 18: Water Connections: How do we bring the waterfront to life?
  - September 19: People on Wheels: How do we improve the ways we move around our city?

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6. Milestone Schedule

PERIOD	SEP 2018	OCT 2018	NOV 2018	DEC 2018	Q1 2019	Q2 2019	Q3 2019
MILESTONE	**Goals and Objectives Completed**			**RT #4**	**Draft MIDP: consultation and review** **RT #5**	**Final MIDP** **BIP Completed** **PIA Completed**	
Meetings	**IGSC Quarterly Meeting** IREC: Sept 13 DSAP: mid Sept	***PROPOSED IGSC – Quayside specific*** Board: Oct 11 IREQ: Oct 16 DSAP: Oct 18 DRP: Oct 24	IREQ Nov 22	**IGSC Quarterly Meeting (TBC)** Board: Dec 6 IREQ: Dec 11 DRP: Dec 12 DSAP: Dec 13	TBD	TBD	TBD
PROPOSED IGSC Content for Feedback	Progress Update	-Goals and Objectives -Items as elevated by PMC	-RT #4 Content	-Evaluation Framework	-Draft MIDP -Draft BIP -Draft PIA -MIDP Feedback	FINAL MIDP	TBD
PROPOSED Gov't agency interaction	-City Secretariat -Depts. ongoing	City Secretariat -Depts. ongoing	City Secretariat -Depts. Ongoing	City Secretariat -Depts. Ongoing	TBD	TBD	TBD

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Waterfront Toronto
Five Year Strategic Business Plan

Inter-Governmental Steering Committee Meeting

September 5, 2018

Marisa Piattelli, Chief Strategy Officer

WATERFRONToronto

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Waterfront Toronto Five Year Strategic Business Plan

- This year Waterfront Toronto is **legislatively obligated to deliver a five-year business plan** (Strategic Plan) covering the fiscal periods 2019/20 to 2023/24, with a five year outlook to 2028.
- A separate one year **Corporate Plan for 2019/20** is not required as this will form **part of the Strategic Plan.**
- A draft plan is expected to be shared with governments in early October, 2018.
- **Board approval** of the Strategic Plan is required by December 31, 2018 and is planned on December 6, 2018.

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Draft Table of Contents

- PART 1:
  - Opening Narrative
  - Purpose of the Document
  - Waterfront Toronto's Unique Mandate
  - Progress to Date & Learnings
  - The Next Five Years – Aspirational Goals
  - Limitations and Challenges
  - WT Statement of Intent
- PART 2:
  - Vision for Toronto's Waterfront
  - Understanding the Ecosystem
  - Waterfront Toronto's Role
    - Master Planner
    - Master Developer
    - Trusted Innovation Partner
    - Capital Connector
  - WT's Broader Ambitions
  - Business Model Definition
  - Key Enablers to Success
  - Risks and Consequences
- PART 3:
  - Five-Year Priorities & Financial Details
    - Development Context & Pace
    - Quayside
    - Port Lands Flood Protection
    - Public Places
    - Eastern Waterfront Transit
    - Complete Communities (e.g. Bayside, Villiers Island)
  - 5 Year Performance Metrics
- PART 4:
  - Corporate Plan 2019/20
    - Business Context for 2019/20
    - Corporate Culture & Leadership (e.g. diversity and inclusion)
    - 2019/20 Priorities
    - Capacity / Competency Needs
    - Infrastructure Needs
    - R&D Undertakings
    - Board of Directors
    - Management Team
  - 2019/20 Financial Plan & Budget
  - Performance Metrics
    - Economic Impact Measures
    - Societal Impact Measures
    - Sustainability Measures
    - Public Trust Measures
    - Partnership Measures
    - Operating Measures
    - Financial Measures
    - Project/Portfolio Measures

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Waterfront Toronto Financial Update

Inter-Governmental Steering Committee Meeting

September 5, 2018

Lisa Taylor. CFO

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Financial Update Agenda

- 2017/18 Annual Report and Audited Financial Statements
- 2018/19 Corporate Plan Performance
- Waterfront Toronto Portfolio Dashboard
- Borrowing Update
- Extension of Borrowing Consent
- Provincial Audit Update
- Enterprise Resources Planning (ERP) System Update

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2017/18 Annual Report & Audited Financial Statements

- Audited Financial Statements for year ending March 31, 2018:
  - **Clean, unqualified audit opinion** and no maters of concern reported by our external auditors (BDO LLP) to our Finance, Audit & Risk Management Committee;
  - Approved by the Board of Directors June 28, 2018;
  - Provided to governments June 28, 2018 and published on our website prior to June 30, 2018 (in compliance with TWRC Act).

- 2017/18 Annual Report
  - Key component of our Financial Planning and Reporting Framework;
  - Provides the formal report back on the achievement of our 2017/18 Corporate Plan;
    - Invested just under half of our Capital Investment Plan for the year ($76M vs. plan of $162M) and achieved 76% of our key deliverables;
    - Achieved significant progress building our capacity as an organization.
  - Includes summary information from the audited financial statements;
  - Published on our website in July 2018.



BDO

Independent Auditor's Report

To the Board of Directors of
Toronto Waterfront Revitalization Corporation

We have audited the accompanying financial statements of Toronto Waterfront Revitalization Corporation, which comprise the statement of financial position as at March 31, 2018, and the statements of financial activities, remeasurement gains and losses, changes in net assets and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Canadian public sector accounting standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Canadian generally accepted auditing standards. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Toronto Waterfront Revitalization Corporation as at March 31, 2018, and the results of its operations, its remeasurement gains and losses and its cash flows for the year then ended, in accordance with Canadian public sector accounting standards.

BDO Canada LLP

Chartered Professional Accountants, Licensed Public Accountants
Mississauga, Ontario
June 28, 2018



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2018/19 Corporate Plan Performance

Progress with respect to the Corporate Plan is **monitored and formally reported** to Waterfront Toronto's Finance, Audit and Risk Management Committee (FARM) and Board on a **quarterly basis.**

The first quarterly report on the 2018/19 Corporate Plan will be provided on **Sept 20, 2018** and **Oct 11, 2018**, to FARM and Board respectively.

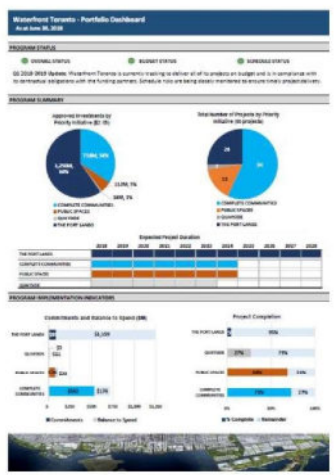
This will report on the progress of our **$325 million 2018/19 budget** as well as related funding and deliverables in a **new dashboard format.**

The progress report and new dashboard format will be provided at the next IGSC meeting.

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Waterfront Toronto Portfolio Dashboard

- At the May 10, 2018 IGSC meeting, the IGSC requested that Waterfront Toronto provide a **portfolio-wide dashboard**.
- Attached (Appendix 1) is the preliminary portfolio-wide dashboard which is subject to input from IGSC as well as the FARM Committee and Board.
- This dashboard is designed to give stakeholders an "at a glance" understanding of:
  - Overall portfolio risk status (green, orange, red)
  - Volume and magnitude of projects under management
  - Percentage of project completion for each priority initiative
  - Commitments and balance to spend for each priority initiative
  - Project risk status (green, orange, red) for each priority initiative
  - Key project components within each priority initiative; and
  - Expected project duration (schedule) for each priority initiative.



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Enterprise Resource Planning (ERP) Update

- Implementation of Microsoft Dynamics 365 (D365) is currently on track to go-live on **September 30, 2018** (previously June/July, 2018).
- The 2-3 month deferral is due to more complex business process requirements together with constrained staff resources. The new date allows adequate time for staff training post the summer vacation period.

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Provincial Audit Update

- Waterfront Toronto has been subject to a value for money audit by the Office of the Auditor General of Ontario since January, 2018;
- A consolidated Factual Clearance document containing 149 statements as well as eight tables and six appendices was received by Waterfront Toronto and Ontario MOI on August 24, 2018 and is due back to the OAG Sept 7, 2018;
- Waterfront Toronto will schedule an Exit Meeting with the OAG within the next two weeks to discuss the Factual Clearance document;
- A draft report, including recommendations, is expected late Sept/ early Oct, 2018;
- The final report will be published by the OAG in early December, 2018.

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Appendix 1

Program Portfolio Dashboard – September, 2018

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Waterfront Toronto - Portfolio Dashboard

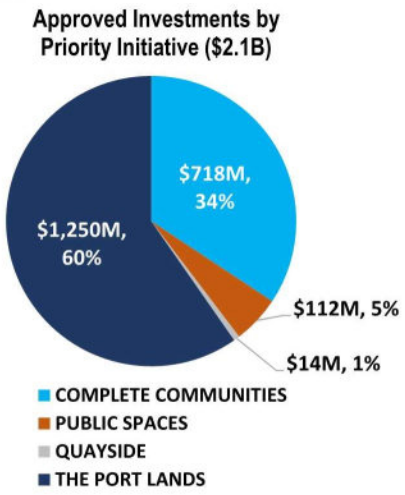
As at June 30, 2018

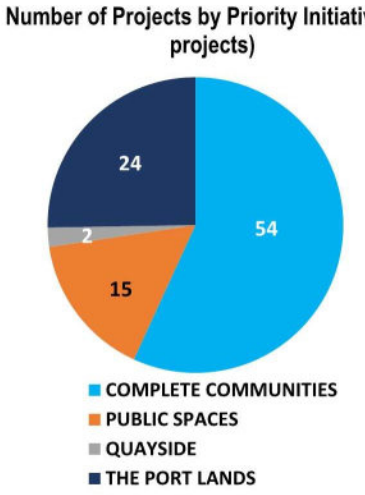
PROGRAM STATUS

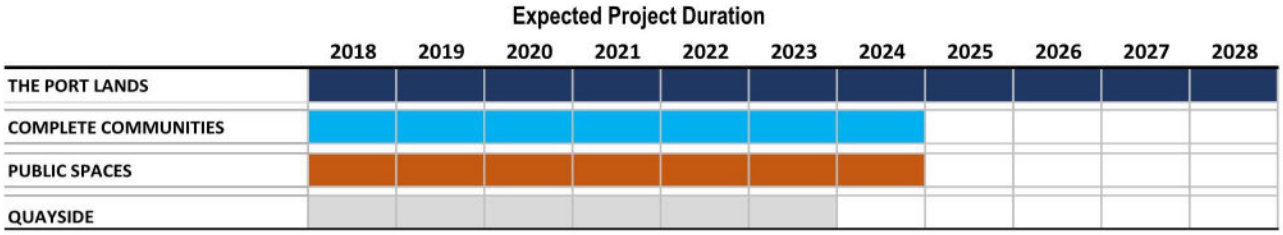
OVERALL STATUS | BUDGET STATUS | SCHEDULE STATUS

Q1 2018-2019 Update: Waterfront Toronto is currently tracking to deliver all of its projects on budget and is in compliance with its contractual obligations. Schedule risks are being closely monitored to ensure timely project delivery.

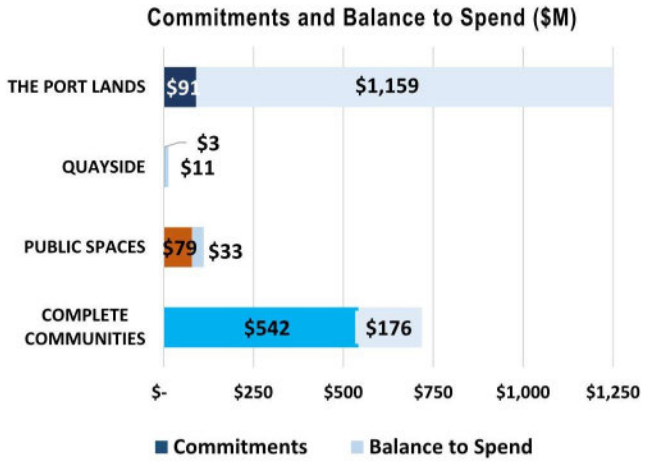
PROGRAM SUMMARY

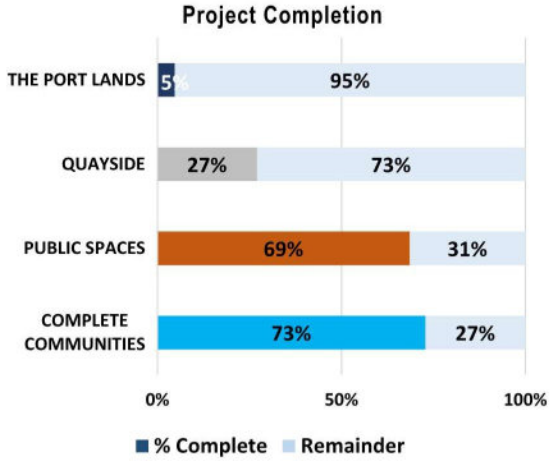






PROGRAM IMPLEMENTATION INDICATORS





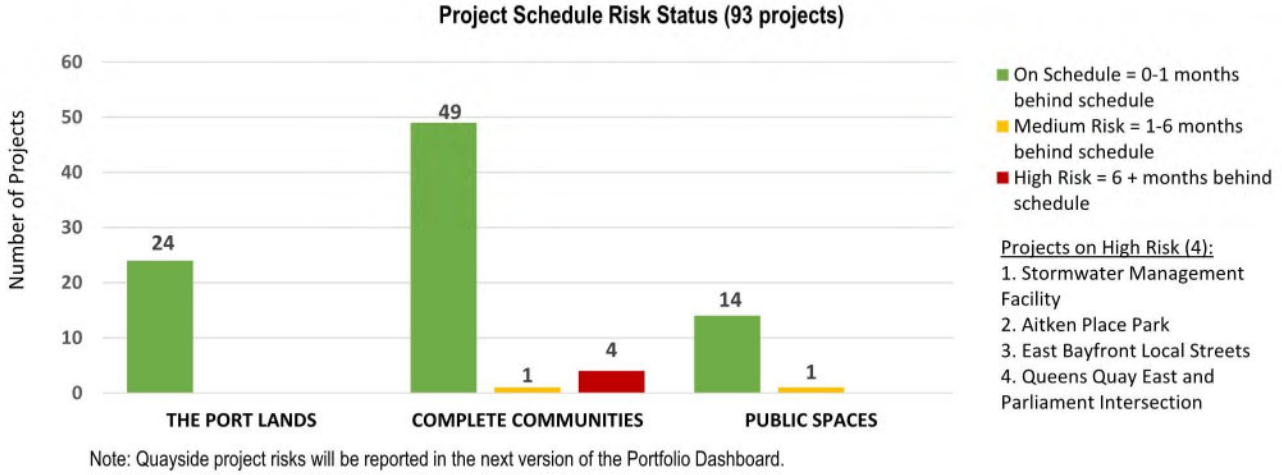


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Waterfront Toronto - Portfolio Dashboard

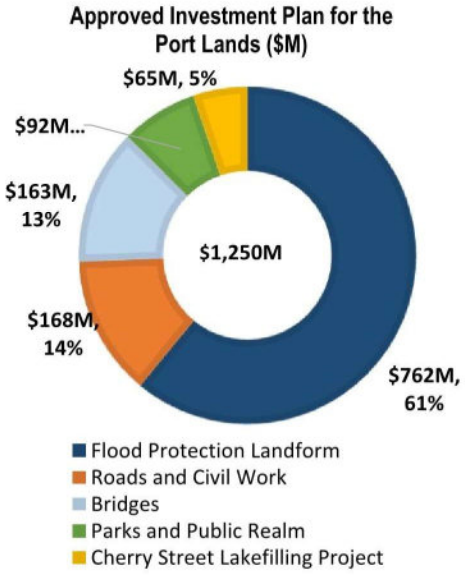
As at June 30, 2018

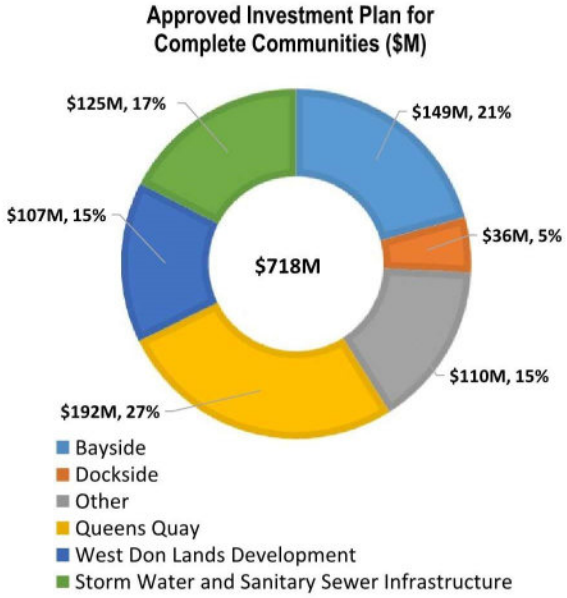
PROGRAM RISK STATUS

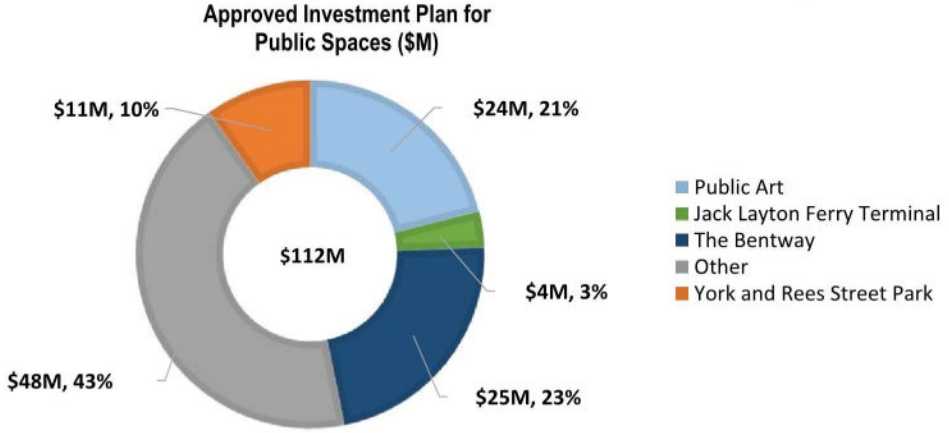


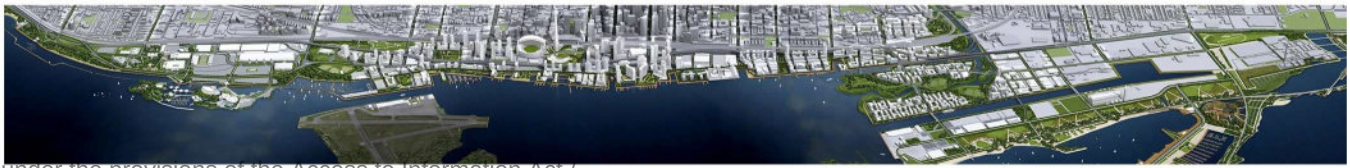
Note: Quayside project risks will be reported in the next version of the Portfolio Dashboard.

INVESTMENT BY PRIORITY INITIATIVE









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TORONTO

Waterfront Secretariat
David Stonehouse, Director

100 Queen Street West
City Hall, 12th Floor, East Tower
Toronto, ON
M5H 2N2

Tel: 416) 392-8113
Fax: 416) 392-8805

August 28, 2018

To: Toronto Waterfront Revitalization Initiative IGSC Members

Re: Waterfront Toronto ERP Implementation and Government-Led Audit

Waterfront Toronto (WT) has retained ThinkMax Technology consultancy to assist with implementing Microsoft Dynamics D365, an accounting software solution that centralizes financial records online and simplifies how companies present financial and performance data. Referred to as an Enterprise Resource Planning (ERP) approach, the purpose of the accounting software platform is to automate WT's internal and external reporting processes using standardised templates that will eliminate the need for WT to manually tabulate project details. Updating WT's accounting platform has been of longstanding interest to the government partners and is reinforced by the need to track Port Lands Flood Protection expenditures back to the 2016 Due Diligence report.

Microsoft Dynamics D365 is an "off the shelf" accounting solution and ThinkMax Technologies has arranged a series of weeklong conference room pilots with WT to test how the platform aligns with WT's needs/practices and to change WT practices or customize the software as necessary. All of WT's projects will be tracked on the new platform, including Port Lands Flood Protection, and the system is expected to "go-live" in October 2018.

Given the need to successfully launch the new accounting platform, as well as the high profile nature of Flood Protection, the IGSC endorsed a government-led audit of ERP development and implementation (see January 2018 IGSC Agenda Item #6 – 2018 Audit Plan). The City is project managing the government-led audit and Ernst and Young LLP (EY) is performing the audit. The audit will provide the government partners with an opportunity to assist WT in shaping how the platform functions and key questions the government partners can help address include:

- How does the software address in-scope areas of interest (e.g. finance, IT controls, labour cost allocations, and project controls and reporting standards)?
- Does the software's design meet the needs of the in-scope areas?
- Are the in-scope areas of the software ready to be implemented?
- Did the accounting software achieve its objectives?
- What are the lessons learned?

A total of three conference room pilots have been scheduled as part of ERP development. EY attended the second pilot in May and the third pilot is scheduled for September. The City will share the results of these conference room pilots with the government partners throughout.

Sincerely,

David Stonehouse, Director, Waterfront Secretariat
416-392-8113

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Board of Directors' Meeting (Quayside Specific)

MONDAY JULY 9, 2018 8:30AM TO 12:30PM

WATERFRONT TORONTO

20 BAY STREET, SUITE 1310

TORONTO, ON, M5J 2N8

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Appendix A to Meeting Book - Board of Directors Meeting (Quayside Specific)

9:00 a.m.	5. Finance, Audit and Risk ManagementCommittee Report Capital Approval - Site Preparation and Early Construction Works	Approval	J. Rieksts - Alderman

(FOR REFERENCE ONLY) Capital Approval - Site Preparation and Early Construction Works JUNE 28, 2018 Board Meeting - Page 3

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Description / Agenda Item	Item 7. c. i), Board of Directors, June 28, 2018
Purpose	For the Board of Directors to review the Finance Audit and Risk Management Committee recommendation to approve capital for the PLFP project Site Preparation and Early Construction Works.
Key Message	• Management is seeking Capital Approval in the amount $136.7M for early construction work including site preparation, shallow excavation, procurement of long lead delivery material (i.e. bridge steel) and construction management services, general conditions and fees • Approved Due Diligence schedule provides for an expedited construction start to mitigate construction cost escalation • Risk of proceeding in advance of 30% design stage gate has been mitigated through: 1) review of 10% estimate by the project's independent cost consultant, construction manager, program manager and Waterfront Toronto staff; 2) limiting scope to less than 15% of construction costs; 3) limiting the request to only work activities occurring between July 1, 2018 and March 31, 2019 and; 4) reviews conducted by the Capital Peer Review Panel and Executive Steering Committee.
Areas of note/ Key issues	• Capital Approval is required to avoid delay and escalation costs of up to $40 million per annum • 10% design stage risk analysis identified top risks which are quantified at $121.3M ($15.4M less than Due Diligence) • Construction cost estimates prepared by the consulting team based on 10% design remain consistent with the Due Diligence estimates. • The estimated budget for site preparation and early construction work (including long lead items procurement) occurring between July 1, 2018 and March 31, 2019 is $136.7M • Potential additional scope items totaling $56.9M are identified for future mitigation
Expected Outcome	Board of Directors to approve capital investment of up to $136.7M for period Jul1, 2018 through March 31, 2019.
Key Takeaways/ Next Steps	• Complete 30% Design Stage Gate by the end of August 2018. • Review 30% Stage Gate update with Capital Peer Review Panel, and review with Port Lands Executive Steering Committee and Finance Audit and Risk Management Committee in advance Board of Directors' meeting on October 11, 2018

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Port Lands Flood Protection & Enabling Infrastructure

Executive Summary

Request for Capital Approval
Site Preparation and Early Construction Works

Board of Directors

June 28, 2018

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Capital Approval Request – Summary of Work

- Approval to commit capital in the amount of $136.7 million is requested to undertake the following work:
  - Demolition and site preparation
  - Shallow and deep excavation
  - Soil treatment facility implementation
  - Soil remediation
  - Early procurement of long lead items (i.e. bridge steel structure)
  - Site surveying
  - Subsurface utility engineering (SUE)
  - Construction management, general conditions and general construction services

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Capital Approval Justification

Capital approval is required at this time. Deferral or delay will result in schedule extension and unbudgeted additional costs. The timing and quantum of these investments have been reflected in existing approvals and agreements including the Due Diligence Report, Waterfront Toronto Annual Corporate Plan and tri-partite PLFP Contribution Agreement. Please refer to detail below.

- Expedited stage gate approval – approval is required for partial project implementation in advance of typical project approval stage gate (30% design for the complete project) to maintain PLFP schedule and budget
- Due Diligence budget and schedule – approved PLFP budget and schedule determined through Due Diligence are based on an expedited construction start to avoid estimated $40 million per annum cost escalation impacts
- Seasonal work – site preparation and early construction work is largely weather dependent and capital approval delays could result in work being deferred to spring 2019
- Market forces – certain construction material costs (esp. steel) are escalating and expedited procurement will mitigate both schedule and cost impacts
- Annual Corporate Plan – required expenditures are reflected in the approved 2018/2019 Annual Corporate Plan
- Work is funded – capital request is fully funded through PFLP tri-partite Contribution Agreement

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Capital Approvals Financial Summary and Forecast

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		Due Diligence Stage Approved Estimate			10% Design Stage Consultant Estimate				
	Work Package Code Description	Construction Cost Estimate	Soft Cost Estimate	Total Project Cost Estimate	Approved Soft Cost Capital Approval Budget Request	Site Prep & Early Const Capital Approval Budget Request	Future Construction Capital Approval Budget Request(s)	Anticipated Total Project Cost	Forecast Variance
	Roads and Services								
1	Commissioners St. West to New Cherry St.	$ 14,936,312	$ 3,063,688	$ 18,000,000	$ 3,063,688		$ 14,936,312	$ 18,000,000	$ -
2	Commissioners St. East to Saulter St.	$ 5,801,165	$ 1,198,835	$ 7,000,000	$ 1,198,835		$ 5,801,165	$ 7,000,000	$ -
3	Cherry Street Re-alignment (North & South of Keating)	$ 18,270,292	$ 3,729,708	$ 22,000,000	$ 3,729,708	$ 3,593,728	$ 14,676,564	$ 22,000,000	$ -
4	Don Roadway North	$ 5,801,165	$ 1,198,835	$ 7,000,000	$ 1,198,835		$ 5,801,165	$ 7,000,000	$ -
5	Hydro One Integration	$ 10,001,942	$ 1,998,058	$ 12,000,000	$ 1,998,058		$ 10,001,942	$ 12,000,000	$ -
6	Site Wide Municipal Infrastructure	$ 84,949,908	$ 17,050,092	$ 102,000,000	$ 17,050,092		$ 84,949,908	$ 102,000,000	$ -
Roads and Services Totals		**$ 139,760,786**	**$ 28,239,214**	**$ 168,000,000**	**$ 28,239,214**	**$ 3,593,728**	**$ 136,167,058**	**$ 168,000,000**	**$ -**
	Bridges			$ -				$ -	$ -
7	Cherry Keating-Cherry Street Bridge North	$ 45,808,935	$ 9,191,065	$ 55,000,000	$ 9,191,065	$ 38,926,263	$ 6,882,672	$ 55,000,000	$ -
8	Cherry Polson-Cherry Street Bridge South	$ 34,407,381	$ 7,592,619	$ 42,000,000	$ 7,592,619	$ 26,886,255	$ 7,521,126	$ 42,000,000	$ -
9	Commissioners Street Bridge/Don Roadway	$ 35,806,993	$ 7,193,007	$ 43,000,000	$ 7,193,007		$ 35,806,993	$ 43,000,000	$ -
10	Lakeshore Road & Rail Bridge Modifications	$ 15,803,108	$ 3,196,892	$ 19,000,000	$ 3,196,892		$ 15,803,108	$ 19,000,000	$ -
11	Old Cherry St. Bridge Demolition	$ 3,333,981	$ 666,019	$ 4,000,000	$ 666,019		$ 3,333,981	$ 4,000,000	$ -
Bridges Total		**$ 135,160,397**	**$ 27,839,603**	**$ 163,000,000**	**$ 27,839,603**	**$ 65,812,518**	**$ 69,347,879**	**$ 163,000,000**	**$ -**
	Flood Protection Features			$ -				$ -	$ -
12	River Valley System and Don Greenway	$ 405,012,065	$ 80,987,935	$ 486,000,000	$ 80,987,935	$ 67,286,573	$ 337,725,492	$ 486,000,000	$ -
13	Keating Channel Modifications	$ 29,139,031	$ 5,860,969	$ 35,000,000	$ 5,860,969		$ 29,139,031	$ 35,000,000	$ -
14	Polson Slip North Side Naturalization	$ 50,409,324	$ 9,590,676	$ 60,000,000	$ 9,590,676		$ 50,409,324	$ 60,000,000	$ -
15	Don Roadway Valley Wall Feature	$ 22,471,069	$ 4,528,931	$ 27,000,000	$ 4,528,931		$ 22,471,069	$ 27,000,000	$ -
16	Eastern Avenue Flood Protection	$ 4,200,777	$ 799,223	$ 5,000,000	$ 799,223		$ 4,200,777	$ 5,000,000	$ -
17	East Harbour Flood Protection Landform	$ 4,200,777	$ 799,223	$ 5,000,000	$ 799,223		$ 4,200,777	$ 5,000,000	$ -
18	Flow Control Weirs	$ 31,606,216	$ 6,393,784	$ 38,000,000	$ 6,393,784		$ 31,606,216	$ 38,000,000	$ -
19	Sediment and Debris Management Area	$ 65,079,228	$ 12,920,772	$ 78,000,000	$ 12,920,772		$ 65,079,228	$ 78,000,000	$ -
20	Villiers Island Grading	$ 23,337,866	$ 4,662,134	$ 28,000,000	$ 4,662,134		$ 23,337,866	$ 28,000,000	$ -
Flood Protection Features Total		**$ 635,456,352**	**$ 126,543,648**	**$ 762,000,000**	**$ 126,543,648**	**$ 67,286,573**	**$ 568,169,779**	**$ 762,000,000**	**$ -**
	Parks and Public Realm			$ -				$ -	$ -
21	River Park North	$ 19,003,885	$ 3,996,115	$ 23,000,000	$ 3,996,115		$ 19,003,885	$ 23,000,000	$ -
22	River Park South	$ 22,471,069	$ 4,528,931	$ 27,000,000	$ 4,528,931		$ 22,471,069	$ 27,000,000	$ -
23	Promontory Park South	$ 34,673,789	$ 7,326,211	$ 42,000,000	$ 7,326,211		$ 34,673,789	$ 42,000,000	$ -
Parks and Public Realm Total		**$ 76,148,743**	**$ 15,851,257**	**$ 92,000,000**	**$ 15,851,257**	**$**	**$ 76,148,743**	**$ 92,000,000**	**$ -**
Grand Total		**$ 986,526,278**	**$ 198,473,722**	**$ 1,185,000,000**	**$ 198,473,722**	**$ 136,692,819**	**$ 849,833,459**	**$ 1,185,000,000**	**$ -**

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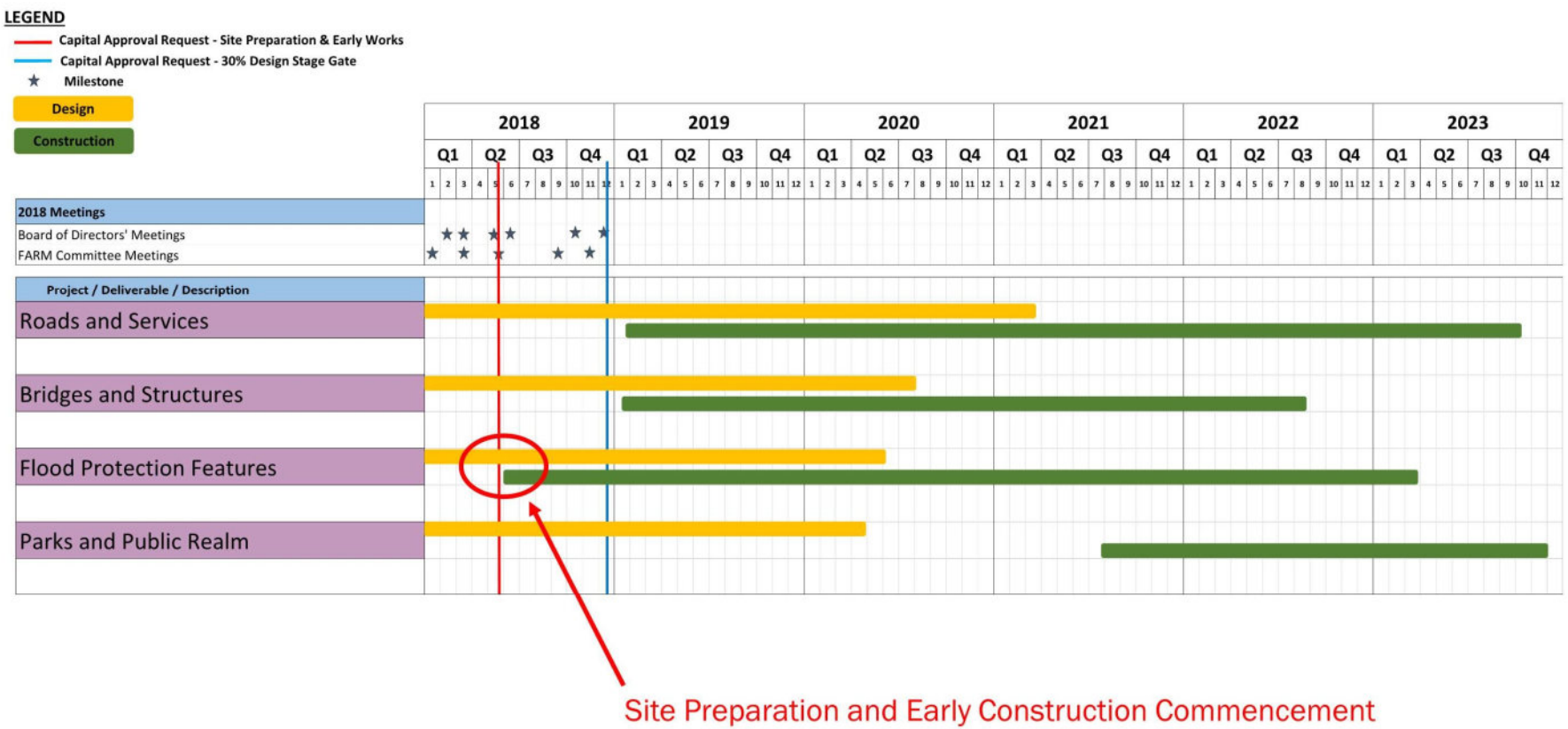
Capital Approval Detailed Breakdown and Cash Flow

Project Element	10% Construction Cost Estimate	Risk Contingency	Non-Refundable HST	Total
Roads and Services	$2.9M	$0.6M	$0.1M	$3.6M
Bridges	$52.9M	$11.8M	$1.1M	$65.8M
Flood Protection Features	$54.0M	$12.1M	$1.2M	$67.3M
Parks and Public Realm	$-	$-	$-	$-
Total	**$109.8M**	**$24.5M**	**$2.4M**	**$136.7M**

2018/19 Cash Flow Forecast	Q1	Q2	Q3	Q4	Total
PLFP Soft Cost Forecast Cash Flow (approved by BoD on March 29, 2018)	$14.2	$12.3	$10.2	$11.6	$48.3
PLFP Site Preparation Forecast Cash Flow (submitted for approval June 28, 2018)		$73.2	$22.2	$41.3	$136.7
Total Current PLFP Cash Flow Forecast	$14.2	$85.5	$32.4	$52.9	$185.0
2018/19 Annual Corporate Plan Forecast (approved by BoD on December 7, 2017)					$210.0

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PLFP Project Baseline Schedule



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Capital Approval Risks and Mitigation

- **Cost estimate quality review**– consultants' construction cost estimates reviewed by independent cost consultant (Altus), construction manager (Ellis Don), program manager (Colliers) and Waterfront Toronto staff
- **Capital approval request is time bound** – includes work being undertaken between July 2018 and March 2019
- **Capital approval request is scope limited** – work represents 13.8% of total estimated construction costs and includes only site preparation, early construction activities and long lead delivery material procurement
- **Low risk of change** – work is not impacted by design development or regulatory approvals changes (i.e. shallow excavation, soil treatment and storage) or is a long lead delivery item (i.e. bridge steel)
- **Capital Peer Review Panel** – review conducted on June 13, 2017 with no material concerns
- **Executive Steering Committee** – reviewed and approved on June 20, 2017 with no material concerns

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10% Design Stage Risks and Mitigation

Risk management and mitigation process conducted at 10% design stage:

- Risk Identification – Project team risk workshop, post workshop reviews, risk owner assignment
- Risk register – Probability and potential cost impact of discrete risks and opportunities
- Top risks – soil stabilization and ground improvement techniques, soil treatment technologies, unknown site conditions, and ground water handling and treatment
- Potential opportunities – cut-fill quantity balance, Gardiner Hybrid and PLFP construction schedule alignment and earthwork and soil treatment volume optimization
- Risk management – risk register and quantification to be updated at 30%, 60% and 90% design stage
- Risk tracking – Risk register and risk quantification to be updated on a monthly and quarterly basis respectively, during construction

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Key Takeaways at 10% Design Stage Gate

- Construction cost estimate is within budget:
  - 10% design estimate is $16.7M less than due diligence ($723.7M vs $740.4M)
- Expected value of top risks has downward trend:
  - 10% design estimate is $15.4M less than due diligence ($121.3M vs $136.7M)

- Potential additional scope
  - $56.9M worth of unbudgeted scope changes require mitigation including Gardiner columns underpinning, Lakeshore road and rail bridge modifications to accommodate Gardiner Hybrid project and, temporary studio use accommodation

- Capital Approval is required to maintain project schedule
  - Due to prolonged funding approval process and the need to accommodate existing tenancies excess schedule float has been expended and delays will affect project completion

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Port Lands Flood Protection Governance Milestones 2018

- Monthly - Port Lands Executive Steering Committee
- Bi-Monthly - Capital Peer Review Panel
- Quarterly - Board of Directors and Finance Audit and Risk Management (FARM) Committee

	MAY	JUN	JUL	AUG		OCT	NOV	DEC
Capital Peer Review Panel		Thur Jun 13			Tue Sep 11		Tue Nov 06	
Port Lands Executive Steering Committee	Wed May 16	Wed Jun 20	Tue Jul 31		Tue Sep 18	Tue Oct 16	tbd	tbd
Finance, Audit & Risk Management Committee	Thu May 31				Thu Sep 20		Thu Nov 29	
Board of Directors	Thu May 10	Thu Jun 28				Thu Oct 11		Thu Dec 6

- June
  - Review and approve capital budget for site preparation and early construction works
- August
  - Procure Independent Capital Project Monitor to provide assurance services to FARM Committee.
- October
  - Full review of 30% design stage cost estimates, risk register and risk quantification
- December
  - Review and approve capital budgets for balance of project components (potentially excluding parks)

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Motion

ON MOTION, duly made by Jeanhy Shim, seconded by Susan Henderson and carried, it was RESOLVED that the capital investment of $136,700,000, as described in the Capital Approval Report, be approved for recommendation to the Board of Directors to allow for site preparation and early construction. Prior to proceeding with such investment, the investment will also require the approval of the capital investment by the Port Lands Executive Steering Committee.

It was further RESOLVED that Management shall (i) provide an updated Capital Approval Report that has been revised further to the comments and recommendations of the Committee; and (ii) engage the services of a third-party review panel to carry out independent assessment of the Project for the Committee.

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Port Lands Flood Protection & Enabling Infrastructure

Appendix:
Request for Capital Approval
Site Preparation and Early Construction Works

Board of Directors

June 28, 2018

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Table of Contents

1. Purpose, Key Information and Expected Outcome
2. Summary of Due Diligence Scope and Cost Estimate
3. Summary of 10% Design Stage Estimate and Cost Risks
4. Capital Approval Request for **$136.7M** for site preparation and early construction works between July 01, 2018 to March 31, 2019

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Port Lands Flood Protection & Enabling Infrastructure

1. Purpose, Key Information and Expected Outcomes

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1. Purpose, Key Information and Expected Outcome

- Key takeaways
- Approval process – risks and mitigation
- Program background
- Milestone schedule for phased Board of Directors project approvals
- Capital Approval required for site preparation and early construction works in the amount of $136.7M in order to maintain project schedule and avoid budget impacts

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Key Takeaways

- 10% design construction cost estimate is $16.7M less than due diligence ($723.7M vs $740.4M)
- Expected Value of top risks is $15.4M less than due diligence ($121.3M vs $136.7M)
- Approval is for long lead delivery materials and work between July 1, 2019 and March 31, 2019
- The requirement to expedite construction in advance of the 30% design stage was included in the approved Due Diligence schedule in order to mitigate escalation costs and to accelerate the receipt of land development revenues
- Capital Approval is required to maintain the approved project schedule and avoid delay costs
- All schedule float has been expended
- Potential additional scope items totaling $56.9M are excluded and require mitigation
- Capital Approval of $136.7M is required for site preparation and early construction

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Capital Approval Process Risk and Mitigation

Approval Process Risk

- Standard Stage Gate process -- Capital Approvals are sought at the 30% design stage
- Approved Due Diligence schedule – Approved Due Diligence specifies an expedited construction start (*in advance of standard 30% design stage gate)* in order to minimize cost escalation factors and allow for accelerated development and occupancy of Villiers Island and East Harbour
- Site Preparation and Construction Initiation -- Project is at 10% design, and approval of early construction is required to avoid increased project costs due to construction and material cost escalation (estimated at $40M per annum in Due Diligence report)
- Schedule "Float" Expended -- prolonged funding approval process and accommodating existing tenancies within the Port Lands has used up any additional flexibility

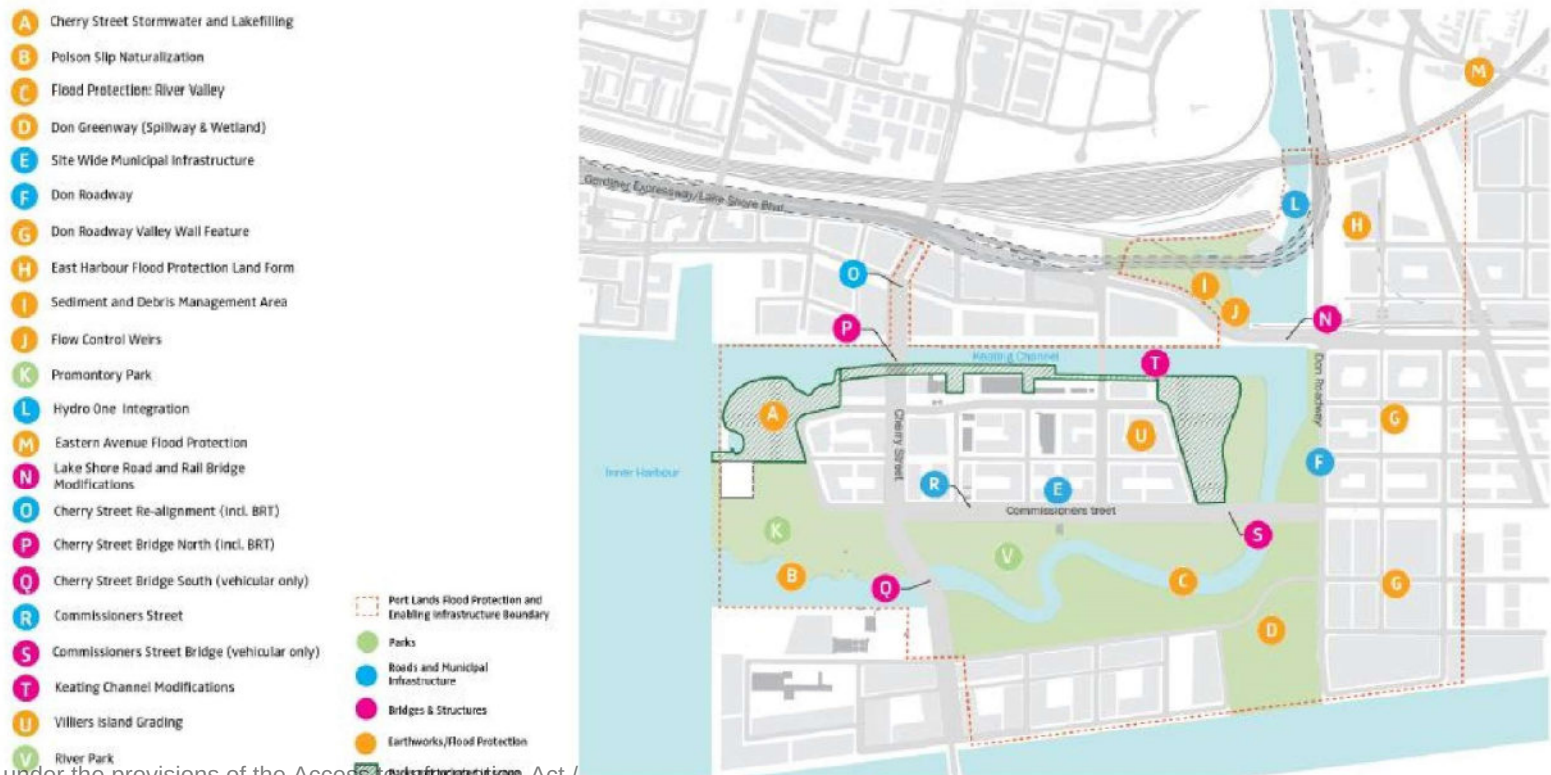
Approval Process Mitigation

- 10% construction cost estimates have been reviewed - independent cost consultant (Altus), construction manager (Ellis Don), program manager (Colliers) and Waterfront Toronto staff have reviewed consultant estimates
- The Capital Approval requested is time bound – approval is limited to work being undertaken between July 2018 and March 2019
- The work to be undertaken has low risk of change – approval is limited to work which either will not change based on design and regulatory approvals (ie shallow excavation, soil treatment and storage) or is a long lead delivery item (i.e. bridge steel)

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Program Background

- **Contribution Agreement executed in May 2018** - The three levels of Government announced, in 2017, $1.250B in funding for the Port Lands Flood Protection and Enabling Infrastructure (PLFP) Program. The project components the make up the PLFP program are illustrated below.
- **Cherry Street Stormwater & Lake Filling Project is underway** - The PLFP Program includes $65M for the Cherry Street Stormwater & Lake Filling Project (CSLF) which is separately funded under the Clean Water and Waste Water Funding program.



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PLFP Roadmap 2018

- Reviews, oversights and governance over PLFP Program execution
  - Quarterly - Board of Directors and Finance Audit and Risk Management (FARM) Committee
  - Bi-Monthly- Capital Peer Review Panel
  - Monthly - Port Lands Executive Steering Committee

	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC
Capital Peer Review Panel		Tue Jun 05	X	X	Tue Sep 11		Tue Nov 06	
Port Lands Executive Steering Committee	Wed May 16	Wed Jun 20	Tue Jul 31	X	Tue Sep 18	Tue Oct 16	tbd	tbd
Finance, Audit & Risk Management Committee	Thu May 31		X	X	Thu Sep 20		Thu Nov 29	
Board of Directors	Thu May 10 / Wed May 30 (Quayside)	Thu Jun 28	X	X		Thu Oct 11		Thu Dec 6

  - May/June
    - Review 10% design estimates
    - Establish and inaugurate Capital Peer Review Panel
    - Review and approve capital budget for site preparation and early construction works (July 2018 to March 2019)
  - September/October
    - Full review of 30% design cost estimates risk register and risk quantification
  - November / December
    - Review and approve capital budgets for balance of project components (potentially excluding parks)

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Capital Approval Request Cost Summary

- The budget estimate for site preparation and early construction work is $136.7M and breaks down as illustrated in the table below.

Project Element	10% construction Cost Estimate	Risk Contingency	Non-Refundable HST	Total
Roads and Services	$2.9M	$0.6M	$0.1M	$3.6M
Bridges	$52.9M	$11.8M	$1.1M	$65.8M
Flood Protection Features	$54.0M	$12.1M	$1.2M	$67.3M
Parks and Public Realm	$-	$-	$-	$-
Total	**$109.8M**	**$24.5M**	**$2.4M**	**$136.7M**

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Port Lands Flood Protection & Enabling Infrastructure

2. Summary of Due Diligence Scope and Estimated Cost

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Summary of PLFP Due Diligence Scope and Cost Estimate

	Project Code Description	Project Component Numbering	Due Diligence Project Budget Estimates
1	Commissioners St. West to New Cherry St.	15a	$ 18,000,000
2	Commissioners St. East to Saulter St.	15c	$ 7,000,000
3	Cherry Street Re-alignment (North & South of Keating)	14a	$ 22,000,000
4	Don Roadway North	7a	$ 7,000,000
5	Hydro One Integration	18	$ 12,000,000
6	Site Wide Municipal Infrastructure	5	$ 102,000,000
Roads and Services Total			**$ 168,000,000**
7	Cherry Keating-Cherry Street Bridge North	14b	$ 55,000,000
8	Cherry Polson-Cherry Street Bridge South	14c	$ 42,000,000
9	Commissioners Street Bridge/Don Roadway	15b	$ 43,000,000
10	Lakeshore Road & Rail Bridge Modifications	13	$ 19,000,000
11	Old Cherry St. Bridge Demolition	14d	$ 4,000,000
Bridges Total			**$ 163,000,000**
12	River Valley System	3	$ 486,000,000
13	Keating Channel Modifications	16	$ 35,000,000
14	Polson Slip North Side Naturalization	2	$ 60,000,000
15	Don Roadway Valley Wall Feature	8	$ 27,000,000
16	Eastern Avenue Flood Protection	12	$ 5,000,000
17	East Harbour Flood Protection Landform	9	$ 5,000,000
18	Flow Control Weirs	11	$ 38,000,000
19	Sediment and Debris Management Area	10	$ 78,000,000
20	Villiers Island Grading	19	$ 28,000,000
Flood Protection Features Total			**$ 762,000,000**
21	River Park North	20	$ 23,000,000
22	River Park South	21	$ 27,000,000
23	Promontory Park South	17b	$ 42,000,000
Parks and Public Realm Total			**$ 92,000,000**
Grand Total			**$ 1,185,000,000**

- Projects are grouped in four distinct segments for project management purposes
- The PLFP Program consists of 23 projects with estimated budget of $1.185B

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Summary of PLFP Due Diligence Scope and Cost Estimate (continued)

	Project Code Description	Project Component Numbering	Hard Cost Project Estimate	Soft Cost Project Estimate	Total Project Estimate
1	Commissioners St. West to New Cherry St.	15a	$ 14,936,312	$ 3,063,688	$ 18,000,000
2	Commissioners St. East to Saulter St.	15c	$ 5,801,165	$ 1,198,835	$ 7,000,000
3	Cherry Street Re-alignment (North & South of Keating)	14a	$ 18,270,292	$ 3,729,708	$ 22,000,000
4	Don Roadway North	7a	$ 5,801,165	$ 1,198,835	$ 7,000,000
5	Hydro One Integration	18	$ 10,001,942	$ 1,998,058	$ 12,000,000
6	Site Wide Municipal Infrastructure	5	$ 84,949,908	$ 17,050,092	$ 102,000,000
Roads and Services Total			**$ 139,760,786**	**$ 28,239,214**	**$ 168,000,000**
7	Cherry Keating-Cherry Street Bridge North	14b	$ 45,808,935	$ 9,191,065	$ 55,000,000
8	Cherry Polson-Cherry Street Bridge South	14c	$ 34,407,381	$ 7,592,619	$ 42,000,000
9	Commissioners Street Bridge/Don Roadway	15b	$ 35,806,993	$ 7,193,007	$ 43,000,000
10	Lakeshore Road & Rail Bridge Modifications	13	$ 15,803,108	$ 3,196,892	$ 19,000,000
11	Old Cherry St. Bridge Demolition	14d	$ 3,333,981	$ 666,019	$ 4,000,000
Bridges Total			**$ 135,160,397**	**$ 27,839,603**	**$ 163,000,000**
12	River Valley System	3	$ 405,012,065	$ 80,987,935	$ 486,000,000
13	Keating Channel Modifications	16	$ 29,139,031	$ 5,860,969	$ 35,000,000
14	Polson Slip North Side Naturalization	2	$ 50,409,324	$ 9,590,676	$ 60,000,000
15	Don Roadway Valley Wall Feature	8	$ 22,471,069	$ 4,528,931	$ 27,000,000
16	Eastern Avenue Flood Protection	12	$ 4,200,777	$ 799,223	$ 5,000,000
17	East Harbour Flood Protection Landform	9	$ 4,200,777	$ 799,223	$ 5,000,000
18	Flow Control Weirs	11	$ 31,606,216	$ 6,393,784	$ 38,000,000
19	Sediment and Debris Management Area	10	$ 65,079,228	$ 12,920,772	$ 78,000,000
20	Villiers Island Grading	19	$ 23,337,866	$ 4,662,134	$ 28,000,000
Flood Protection Features Total			**$ 635,456,352**	**$ 126,543,648**	**$ 762,000,000**
21	River Park North	20	$ 19,003,885	$ 3,996,115	$ 23,000,000
22	River Park South	21	$ 22,471,069	$ 4,528,931	$ 27,000,000
23	Promontory Park South	17b	$ 34,673,789	$ 7,326,211	$ 42,000,000
Parks and Public Realm Total			**$ 76,148,743**	**$ 15,851,257**	**$ 92,000,000**
Grand Total			**$ 986,526,278**	**$ 198,473,722**	**$ 1,185,000,000**

- The PLFP budget is broken into Construction Cost (construction related) and Soft Cost (consultant related) categories

Summary of PLFP Due Diligence Scope and Cost Estimate (continued)

	Project Code Description	Project Component Numbering	Due Diligence Soft Costs Estimate
1	Commissioners St. West to New Cherry St.	15a	$ 3,063,688
2	Commissioners St. East to Saulter St.	15c	$ 1,198,835
3	Cherry Street Re-alignment (North & South of Keating)	14a	$ 3,729,708
4	Don Roadway North	7a	$ 1,198,835
5	Hydro One Integration	18	$ 1,998,058
6	Site Wide Municipal Infrastructure	5	$ 17,050,092
Roads and Services Total			**$ 28,239,214**
7	Cherry Keating-Cherry Street Bridge North	14b	$ 9,191,065
8	Cherry Polson-Cherry Street Bridge South	14c	$ 7,592,619
9	Commissioners Street Bridge/Don Roadway	15b	$ 7,193,007
10	Lakeshore Road & Rail Bridge Modifications	13	$ 3,196,892
11	Old Cherry St. Bridge Demolition	14d	$ 666,019
Bridges Total			**$ 27,839,603**
12	River Valley System	3	$ 80,987,935
13	Keating Channel Modifications	16	$ 5,860,969
14	Polson Slip North Side Naturalization	2	$ 9,590,676
15	Don Roadway Valley Wall Feature	8	$ 4,528,931
16	Eastern Avenue Flood Protection	12	$ 799,223
17	East Harbour Flood Protection Landform	9	$ 799,223
18	Flow Control Weirs	11	$ 6,393,784
19	Sediment and Debris Management Area	10	$ 12,920,772
20	Villiers Island Grading	19	$ 4,662,134
Flood Protection Features Total			**$ 126,543,648**
21	River Park North	20	$ 3,996,115
22	River Park South	21	$ 4,528,931
23	Promontory Park South	17b	$ 7,326,211
Parks and Public Realm Total			**$ 15,851,257**
Grand Total			**$ 198,473,722**

- The Waterfront Toronto Board of Directors approved $198.5M Soft Cost Capital Budget in March 2018.

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Summary of PLFP Due Diligence Scope and Cost Estimate (continued)

	Project Code Description	Project Component Numbering	Due Diligence Hard Costs Estimate
1	Commissioners St. West to New Cherry St.	15a	$ 14,936,312
2	Commissioners St. East to Saulter St.	15c	$ 5,801,165
3	Cherry Street Re-alignment (North & South of Keating)	14a	$ 18,270,292
4	Don Roadway North	7a	$ 5,801,165
5	Hydro One Integration	18	$ 10,001,942
6	Site Wide Municipal Infrastructure	5	$ 84,949,908
Roads and Services Total			**$ 139,760,786**
7	Cherry Keating-Cherry Street Bridge North	14b	$ 45,808,935
8	Cherry Polson-Cherry Street Bridge South	14c	$ 34,407,381
9	Commissioners Street Bridge/Don Roadway	15b	$ 35,806,993
10	Lakeshore Road & Rail Bridge Modifications	13	$ 15,803,108
11	Old Cherry St. Bridge Demolition	14d	$ 3,333,981
Bridges Total			**$ 135,160,397**
12	River Valley System	3	$ 405,012,065
13	Keating Channel Modifications	16	$ 29,139,031
14	Polson Slip North Side Naturalization	2	$ 50,409,324
15	Don Roadway Valley Wall Feature	8	$ 22,471,069
16	Eastern Avenue Flood Protection	12	$ 4,200,777
17	East Harbour Flood Protection Landform	9	$ 4,200,777
18	Flow Control Weirs	11	$ 31,606,216
19	Sediment and Debris Management Area	10	$ 65,079,228
20	Villiers Island Grading	19	$ 23,337,866
Flood Protection Features Total			**$ 635,456,352**
21	River Park North	20	$ 19,003,885
22	River Park South	21	$ 22,471,069
23	Promontory Park South	17b	$ 34,673,789
Parks and Public Realm Total			**$ 76,148,743**
Grand Total			**$ 986,526,278**

- The estimated due diligence construction cost (including escalation allowance, risk contingency and non-refundable HST as illustrated on the following slide) is $986.5M

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Elaboration of PLFP Due Diligence Scope and Cost Estimate

	Project Code Description	Project Component Numbering	Hard Cost Estimate	HC Escalation Allowance Av 12.6%	HC Risk Contingency Av 18.3%	Hard Cost NRHST Av 1.76%	Due Diligence Project Budget Estimates
1	Commissioners St. West to New Cherry St.	15a	$ 11,000,000	$ 1,510,200	$ 2,279,100	$ 147,012	$ 14,936,312
2	Commissioners St. East to Saulter St.	15c	$ 4,200,000	$ 586,600	$ 835,300	$ 179,265	$ 5,801,165
3	Cherry Street Re-alignment (North & South of Keating)	14a	$ 13,800,000	$ 1,747,200	$ 2,487,600	$ 235,492	$ 18,270,292
4	Don Roadway North	7a	$ 4,200,000	$ 586,600	$ 835,300	$ 179,265	$ 5,801,165
5	Hydro One Integration	18	$ 7,300,000	$ 911,000	$ 1,525,500	$ 265,442	$ 10,001,942
6	Site Wide Municipal Infrastructure	5	$ 64,000,000	$ 8,187,200	$ 11,657,600	$ 1,105,108	$ 84,949,908
Roads and Services Total			$ 104,500,000	$ 13,528,800	$ 19,620,400	$ 2,111,586	**$ 139,760,786**
7	Cherry Keating-Cherry Street Bridge North	14b	$ 34,500,000	$ 4,430,600	$ 6,337,300	$ 541,035	$ 45,808,935
8	Cherry Polson-Cherry Street Bridge South	14c	$ 26,500,000	$ 2,681,800	$ 4,756,900	$ 468,681	$ 34,407,381
9	Commissioners Street Bridge/Don Roadway	15b	$ 27,000,000	$ 3,419,600	$ 4,911,800	$ 475,593	$ 35,806,993
10	Lakeshore Road & Rail Bridge Modifications	13	$ 12,000,000	$ 1,497,600	$ 2,160,800	$ 144,708	$ 15,803,108
11	Old Cherry St. Bridge Demolition	14d	$ 2,500,000	$ 337,000	$ 458,500	$ 38,481	$ 3,333,981
Bridges Total			$ 102,500,000	$ 12,366,600	$ 18,625,300	$ 1,668,497	**$ 135,160,397**
12	River Valley System	3	$ 305,500,000	$ 38,539,200	$ 55,973,600	$ 4,999,265	$ 405,012,065
13	Keating Channel Modifications	16	$ 22,000,000	$ 2,745,600	$ 3,994,800	$ 398,631	$ 29,139,031
14	Polson Slip North Side Naturalization	2	$ 38,000,000	$ 4,792,800	$ 6,982,400	$ 634,124	$ 50,409,324
15	Don Roadway Valley Wall Feature	8	$ 17,000,000	$ 2,171,600	$ 3,077,800	$ 221,669	$ 22,471,069
16	Eastern Avenue Flood Protection	12	$ 3,000,000	$ 424,400	$ 690,200	$ 86,177	$ 4,200,777
17	East Harbour Flood Protection Landform	9	$ 3,000,000	$ 424,400	$ 690,200	$ 86,177	$ 4,200,777
18	Flow Control Weirs	11	$ 24,000,000	$ 2,995,200	$ 4,221,600	$ 389,416	$ 31,606,216
19	Sediment and Debris Management Area	10	$ 49,000,000	$ 6,277,800	$ 9,024,900	$ 776,528	$ 65,079,228
20	Villiers Island Grading	19	$ 17,500,000	$ 2,159,000	$ 3,359,500	$ 319,366	$ 23,337,866
Flood Protection Features Total			$ 479,000,000	$ 60,530,000	$ 88,015,000	$ 7,911,352	**$ 635,456,352**
21	River Park North	20	$ 14,000,000	$ 2,122,000	$ 2,701,000	$ 180,885	$ 19,003,885
22	River Park South	21	$ 17,000,000	$ 2,171,600	$ 3,077,800	$ 221,669	$ 22,471,069
23	Promontory Park South	17b	$ 26,000,000	$ 3,507,000	$ 4,693,500	$ 473,289	$ 34,673,789
Parks and Public Realm Total			$ 57,000,000	$ 7,800,600	$ 10,472,300	$ 875,843	**$ 76,148,743**
Portlands Flood Protection Program			**$ 743,000,000**	**$ 94,226,000**	**$ 136,733,000**	**$ 12,567,278**	**$ 986,526,278**

Total construction cost estimate includes allowances for escalation, risk contingency and non recoverable HST.

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Port Lands Flood Protection & Enabling Infrastructure

3. Summary of 10% Design Stage Estimate and Cost Risks

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10% Design Stage Risk Analysis

- Risk Workshop
  - Organized and facilitated the risk workshop (March 21-22, 2018)
- Post Workshop Review
  - Project teams reviewed risk register to refine impacts, descriptions and mitigation strategies
- Work Underway / Next Steps
  - Primary and secondary risk owners assignment
  - Periodic risk register update reviews with assigned risk owners
  - Risk modelling, vetting, and reporting
- List of top risks at 10% Design Stage developed
  - Total expected value (EV) of top risks is currently quantified at $121.3M vs $136.7M during Due Diligence
  - EV is calculated based on probabilistic risk modelling (e.g. Monte Carlo simulation) undertaken by the Risk Management Consultant

Refer to following slides for details on top risks, probabilities and costs

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Top Risks at 10% Design (1)

Risk Name	Description	Probability (L,M,H)	Low Impact ($M)	High Impact ($M)	EV Impact ($M)
Peat / Settlement Issues	Risk that large amounts of thick peat result in necessary ground improvements prior to road compaction. Stockpiling soil in areas with thick peat may also damage existing utilities.	H	$20.0 M	$40.0 M	$30.0 M
Hydraulic Operational Requirements at HONI Bridge	Potential risk to the design schedule associated with necessary changes required to meet hydraulic operational requirements of the Don River at the point where the HONI bridge crosses. Cost risk relates to design solution (extending or replacing bridge) not fully carried in due diligence	H	$15.0 M	$20.0 M	$17.8 M
Bridge "Design to" Cost Overrun	Approved bridge design leads to cost overrun relative to the "design to" budget.	H	$12.8 M	$21.4 M	$17.1 M
Increased Construction Costs - Sediment Management Area	Risk that construction costs for the sediment management area increases relative to that carried in due diligence budget. The increases in construction costs are primarily driven by increased earthwork volumes.	H	$7.4 M	$12.4 M	$9.9 M
De-watering Effluent Discharge	Risk that cost for de-watering effluent discharge is more expensive that what is currently within the budge due to higher levels that may be treated.	M	$10.0 M	$25.0 M	$9.5 M
Risk Aggregate below Threshold	Sum of risks including tree removal ($0.3M), and additional property costs ($0.5M) that fall below the defined $1M individual cost threshold.	M	$3.0 M	$20.0 M	$5.3 M
Sediment Management Technology Alternatives	Multiple technologies are being assessed including hydraulic pumping into geotubes, sand collector systems, and manual dredging. There is a risk that the technology option chosen has increased ongoing sediment management costs and does not meet the proposed budget.	H	$2.0 M	$10.0 M	$4.5 M
Unidentified Utility Conflicts during Construction	Revisions to road design for both Cherry St. and Commissioners St. due to unexpected utility conflicts / need for additional crossings.	H	$2.0 M	$7.0 M	$3.6 M
Atlas Crane Foundation	Risk that current design affects the integrity of Atlas crane foundation resulting in design iterations and foundation stabilization.	H	$2.7 M	$4.5 M	$3.6 M

EV – Expected Value of risk impact

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Top Risks at 10% Design (2)

Risk Name	Description	Probability (L,M,H)	Low Impact ($M)	High Impact ($M)	EV Impact ($M)
Sub-grade Excavation and Backfill at Polson Slip	Risk is constructability of the exposed armour with a potential requirement for additional excavation and an overall quantity uncertainty. There is a risk of additional excavation to build the slope and fill it back.	H	$2.0 M	$5.0 M	$3.2 M
Contaminated Material Volume	Risk that the volume of soil unsuitable for use within the project limits and requiring off-site disposal is greater than anticipated.	M	$4.0 M	$8.0 M	$3.0 M
Heritage Buildings	Additional requirements for heritage buildings protection and/or relocation (in excess of budgeted amounts within the base cost estimate) may be required which would result in additional project cost and schedule impacts.	H	$1.5 M	$5.0 M	$2.6 M
Open Water in Excavation Cannot be Released to Lake Ontario	Risk that open water in excavation cannot be released to Lake Ontario due to a higher level of contamination and requires pre-treatment. This may result in potential project delays and increased costs.	M	$5.0 M	$7.0 M	$2.4 M
Sub-grade HONI Design at Don Roadway	There is an underground transmission corridor to the east of the tower line (from Lakeshore to Commissioners along Don Roadway). The two cables that cross from the bridge are very delicate and susceptible to fill weight and changes in grade.	H	$1.0 M	$5.0 M	$2.3 M
Temporary Roadworks in Support of Traffic Management	Risk that traffic detours occur prior to the completion of necessary detour roadway works resulting in project delay.	H	$1.0 M	$5.0 M	$2.3 M
Treatable Soil Remediation Approach does not Achieve Objectives	Risk that the technologies selected underperform and soil cannot be remediated to reuse standards. If the contractor underperforms, there is a schedule risk since iteration will be required.	L	$4.0 M	$9.0 M	$2.2 M
Cherry St. North Left Turn Requirement	Current design does not include left turn requirement on Cherry St. North. 3C may require this depending on the outcome of traffic modelling.	M	$3.8 M	$6.3 M	$2.0 M

EV – Expected Value of risk impact

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Key Risk Mitigation Strategies

- Evaluate suitability of alternative construction means & methods to mitigate key risks including:
  - Soil stabilization alternatives - jet grout in lieu of sheet piling and over-excavation to reduce: a) wet vs. dry excavation quantity; b) overall excavation and soil treatment quantity; c) dewatering requirements, and d) contaminant entry into new river valley
  - Underground utilities installations - directional drilling or microtunneling vs. open cut excavation for municipal services (water mains, storm and sanitary sewers) to minimize: a) contaminant infiltration; b) excavation volumes, and c) dewatering costs.
  - Ground improvement techniques - Implement various solutions such as vibration and dynamic compaction in conjunction with installation of columns consisting of gravel, stone, and grout in lieu of compaction methods to alleviate poor geotechnical conditions

- Take advantage of opportunities:
  - Optimize cut-fill quantities – balance soil excavation/treatment/disposal and implement slope stabilization techniques in order to mitigate additional excavation at the Polson Slip
  - Align Gardiner Hybrid and Flood Protection construction schedules - mitigate cost risks associated with the Gardiner piers underpinning in the sediment management basin and Lakeshore Bridge modifications
  - Optimize earthwork and soil treatment volumes - explore value engineering and design alternatives to reduce earthworks, soil treatment and haulage of contaminated material, and dock wall reconstruction

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Additional Scope Items

- **Gardiner Hybrid cost impacts excluded from due diligence** - accommodation of the Gardiner Hybrid project and existing film studio uses were not included in the Due Diligence cost estimate.
- **Mitigation options include** - The project team is analyzing a variety of options to address these out-of-scope costs:
  - Alternative design solutions
  - Deferral of flood protection work or acceleration of Gardiner Expressway work to align schedule, scope and funding to mitigate cost risks

Scope Name	Description	EV Impact ($M)
Gardiner Columns Underpinning	Existing Gardiner foundations require underpinning prior to the construction of the sediment management area. Cost impacts not included in Due Diligence Report.	$28.4 M
Lakeshore Road and Rail Bridge Modification	Cost Escalation to accommodate bridge widening as required for the Gardiner Expressway Hybrid solution. Cost impacts not included in Due Diligence Report.	$23.5 M
Studio Temporary Accommodation	Risk that WT has to provide a temporary studio. Commitment approved by Executive Steering Committee)	$5.0 M

EV – Expected Value Impact

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10% Design versus Due Diligence Construction Cost Estimate

Component Number	Work Packages	Due Diligence Estimate	10% Design Estimate	Variance
	ROADS			
1 & 2	Commissioner Street East & West	$15,306,902.65	$15,306,902.65	$0.00
3	Cherry Street Re-alignment	$13,758,584.07	$13,758,584.07	$0.00
4	Don Roadway North	$4,235,929.20	$4,235,929.20	$0.00
5	Hydro One Integration	$7,266,371.68	$7,266,371.68	$0.00
6	Site Wide Municipal Infrastructure	$63,636,902.65	$63,882,477.88	($245,575.22)
	SUB-TOTAL	**$104,204,690.27**	**$104,450,265.49**	**($245,575.22)**
	BRIDGES			
7	Cherry Bridge North	$34,451,858.41	$51,508,658.41	($17,056,800.00)
8	Cherry Bridge South	$25,824,601.77	$33,324,401.77	($7,499,800.00)
9	Commissioners Bridge	$26,920,000.00	$19,446,600.00	$7,473,400.00
10	Lakeshore Bridge Mod.	$11,944,778.76	$11,944,778.76	$0.00
11	Old Cherry Bridge Demo	$2,510,619.47	$2,510,619.47	$0.00
	SUB-TOTAL	**$101,651,858.41**	**$118,735,058.41**	**($17,083,200.00)**
	FLOOD PROTECTION			
12	River Valley System	$304,459,469.00	$280,547,277.00	$23,912,192.00
13	Keating Channel	$21,898,761.06	$26,190,796.46	($4,292,035.40)
14	Polson Slip	$37,869,734.51	$20,790,088.50	$17,079,646.02
15	Don Wall Features	$16,966,017.70	$13,691,681.42	$3,274,336.28
16	Eastern Avenue	$3,030,442.48	$3,030,442.48	$0.00
17	East Harbour (First Gulf Site)	$3,030,442.48	$375,575.22	$2,654,867.26
18	Flow Control Wiers	$23,889,557.52	$14,686,017.70	$9,203,539.82
19	Sediment Mgmt	$48,918,407.08	$57,679,469.03	($8,761,061.95)
20	Villiers Island	$17,397,345.13	$5,184,955.75	$12,212,389.38
	SUB-TOTAL	**$477,460,176.96**	**$422,176,303.55**	**$55,283,873.42**
	PARKS			
21	River Park North	$14,267,256.64	$11,346,902.65	$2,920,353.98
22	River Park South	$16,966,017.70	$12,496,991.15	$4,469,026.55
23	Promontory Park South	$25,866,814.16	$54,501,769.91	($28,634,955.75)
	SUB-TOTAL	**$57,100,088.50**	**$78,345,663.72**	**($21,245,575.22)**
	TOTAL CONSTRUCTION COST (Ex GC's, Fees, Contingency & NRHST)	**$740,416,814.13**	**$723,707,291.16**	**$16,709,522.97**

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Port Lands Flood Protection & Enabling Infrastructure

4. Site Preparation and Early Construction Works Capital Approval Request

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Capital Approval Request Summary of Work

- Approval request covers work planned for July 01 2018 to March 31 2019 - the first nine months of construction.
  - Demolition and site preparation
  - Shallow and deep excavation
  - Soil remediation
  - Early procurement of steel structure for bridges
  - Surveying, subsurface utility engineering (SUE)
  - Construction management, general conditions and general construction services
- Approval is timed to maintain schedule and avoid escalation costs due to delays in implementation
- Procurement status, commitment value, value of work in place and forecasts to complete will be reported on a quarterly basis to the FARM Committee

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Capital Approval Request Cost Summary

- The Budget estimate for site preparation and early construction work is $136.7M and breaks down as illustrated in the table below. (refer to following slide for additional detail)

Project Element	10% construction Cost Estimate	Risk Contingency	Non-Refundable HST	Total
Roads and Services	$2.9M	$0.6M	$0.1M	$3.6M
Bridges	$52.9M	$11.8M	$1.1M	$65.8M
Flood Protection Features	$54.0M	$12.1M	$1.2M	$67.3M
Parks and Public Realm	$-	$-	$-	$-
Total	**$109.8M**	**$24.5M**	**$2.4M**	**$136.7M**

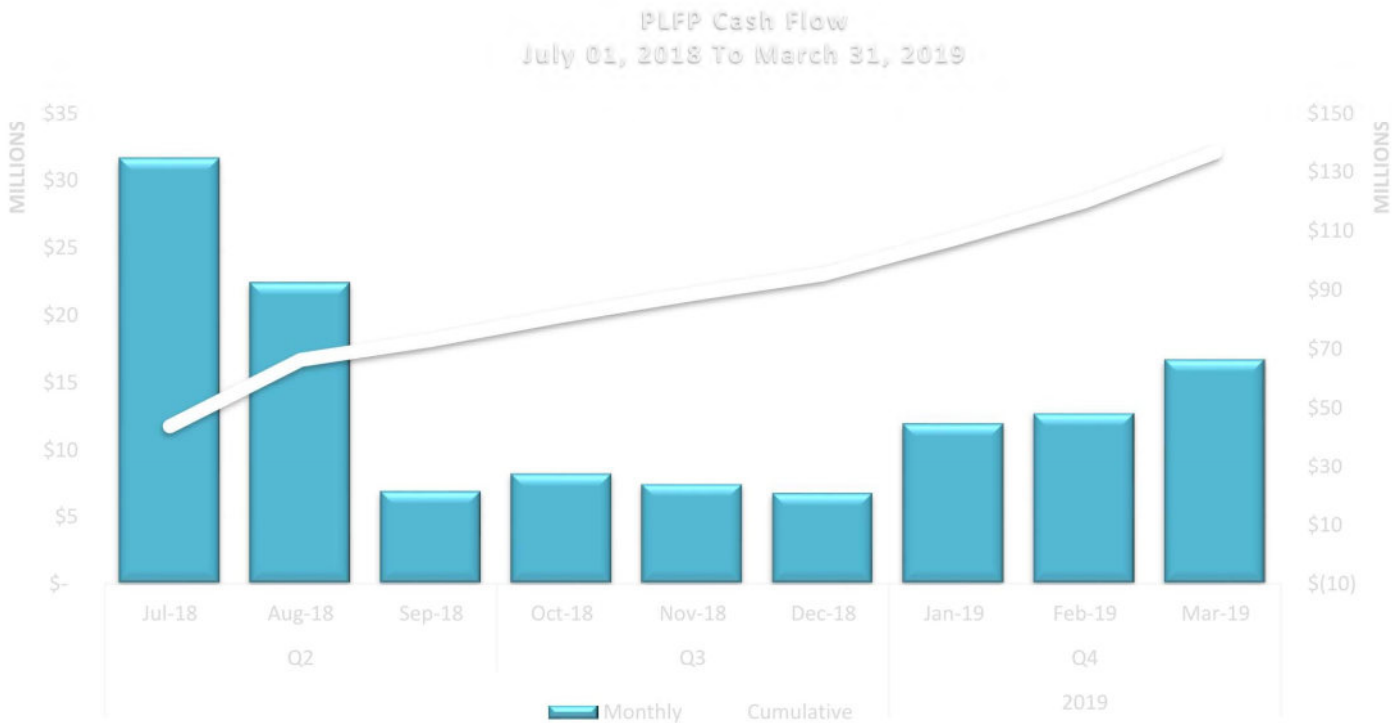
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Detailed Capital Approval Request Summary

	Project Code Description	Project Component Numbering	Due Diligence Hard Cost Estimate	Project Hard Cost Jul 18 - Mar 19	Project Contigency (18.3%)	NRHST (1.76%)	Total
1	Commissioners St. West to New Cherry St.	15a	$ 14,936,312				
2	Commissioners St. East to Saulter St.	15c	$ 5,801,165				
3	Cherry Street Re-alignment (North & South of Keating)	14a	$ 18,270,292	$ 2,885,294	$ 646,278	$ 62,156	$ 3,593,728
4	Don Roadway North	7a	$ 5,801,165				
5	Hydro One Integration	18	$ 10,001,942				
6	Site Wide Municipal Infrastructure	5	$ 84,949,908				
Roads and Services Total			**$ 139,760,786**	**$ 2,885,294**	**$ 646,278**	**$ 62,156**	**$ 3,593,728**
7	Cherry Keating-Cherry Street Bridge North	14b	$ 45,808,935	$ 31,252,710	$ 7,000,301	$ 673,253	$ 38,926,263
8	Cherry Polson-Cherry Street Bridge South	14c	$ 34,407,381	$ 21,586,154	$ 4,835,087	$ 465,014	$ 26,886,255
9	Commissioners Street Bridge/Don Roadway	15b	$ 35,806,993				
10	Lakeshore Road & Rail Bridge Modifications	13	$ 15,803,108				
11	Old Cherry St. Bridge Demolition	14d	$ 3,333,981				
Bridges Total			**$ 135,160,397**	**$ 52,838,864**	**$ 11,835,388**	**$ 1,138,267**	**$ 65,812,519**
12	River Valley System	3	$ 405,012,065	$ 54,022,337	$ 12,100,475	$ 1,163,761	$ 67,286,573
13	Keating Channel Modifications	16	$ 29,139,031				
14	Polson Slip North Side Naturalization	2	$ 50,409,324				
15	Don Roadway Valley Wall Feature	8	$ 22,471,069				
16	Eastern Avenue Flood Protection	12	$ 4,200,777				
17	East Harbour Flood Protection Landform	9	$ 4,200,777				
18	Flow Control Weirs	11	$ 31,606,216				
19	Sediment and Debris Management Area	10	$ 65,079,228				
20	Villiers Island Grading	19	$ 23,337,866				
Flood Protection Features Total			**$ 635,456,352**	**$ 54,022,337**	**$ 12,100,475**	**$ 1,163,761**	**$ 67,286,573**
21	River Park North	20	$ 19,003,885				
22	River Park South	21	$ 22,471,069				
23	Promontory Park South	17b	$ 34,673,789				
Parks and Public Realm Total			**$ 76,148,743**				**$**
Grand Total			**$ 986,526,278**	**$ 109,746,496**	**$ 24,582,140**	**$ 2,364,184**	**$ 136,692,820**

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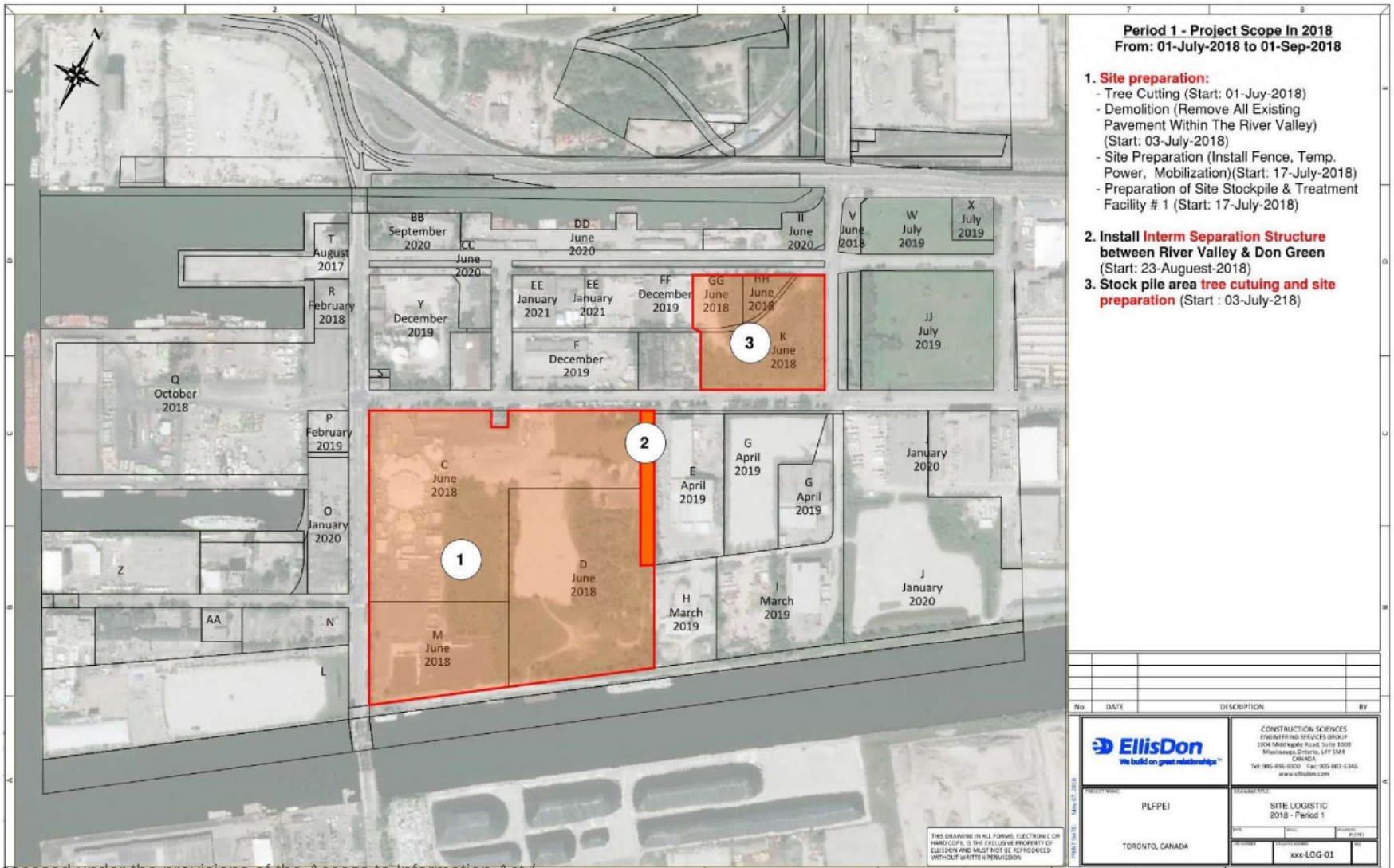
Cash Flow Projection



- Majority of investment in Q2 includes
  - Early Procurement of Steel Structure for Bridges
  - Demolition and Site Preparation
- River Excavation commences in September 2018

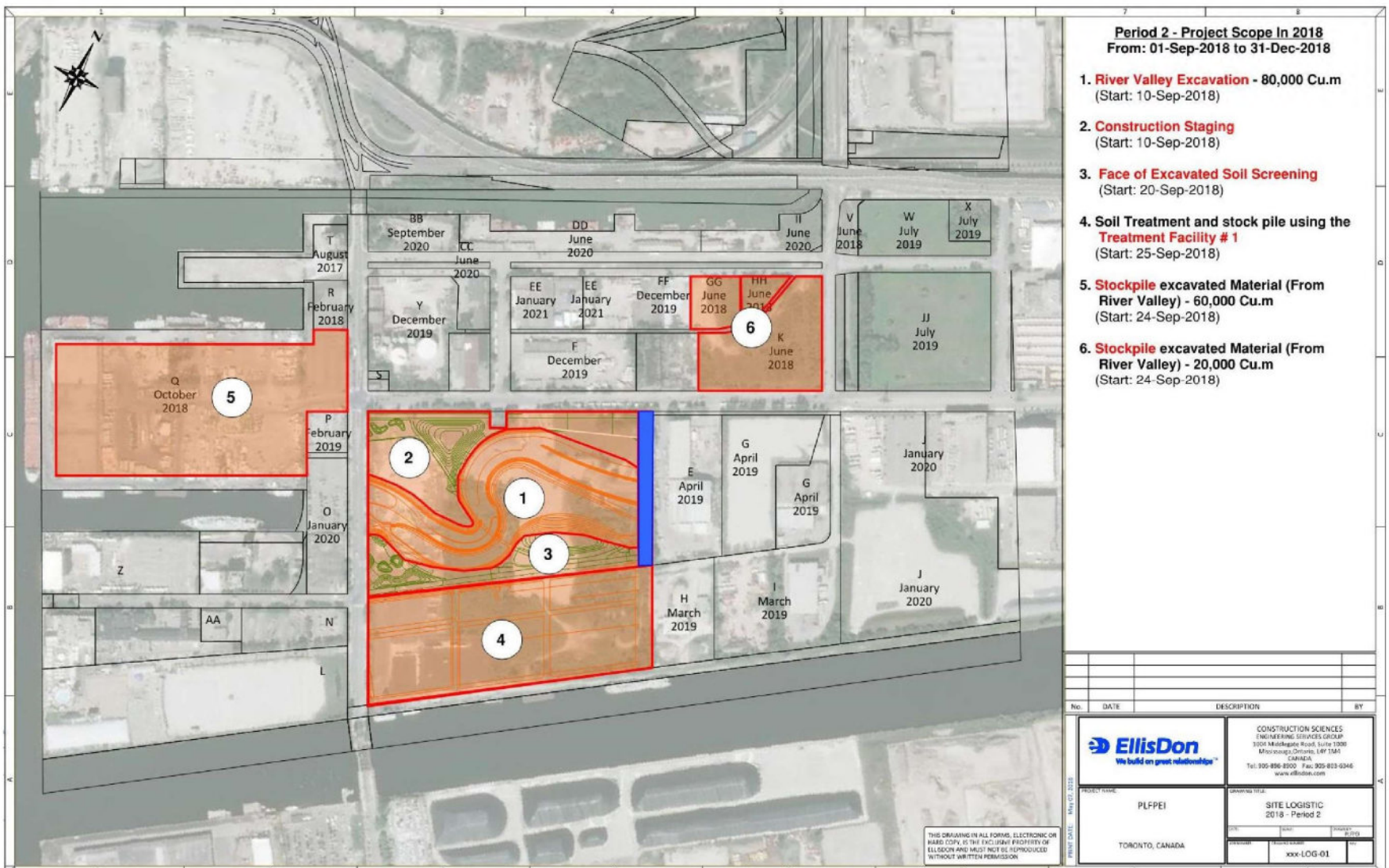
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Construction Work Zone 1 – July to Sep 2018



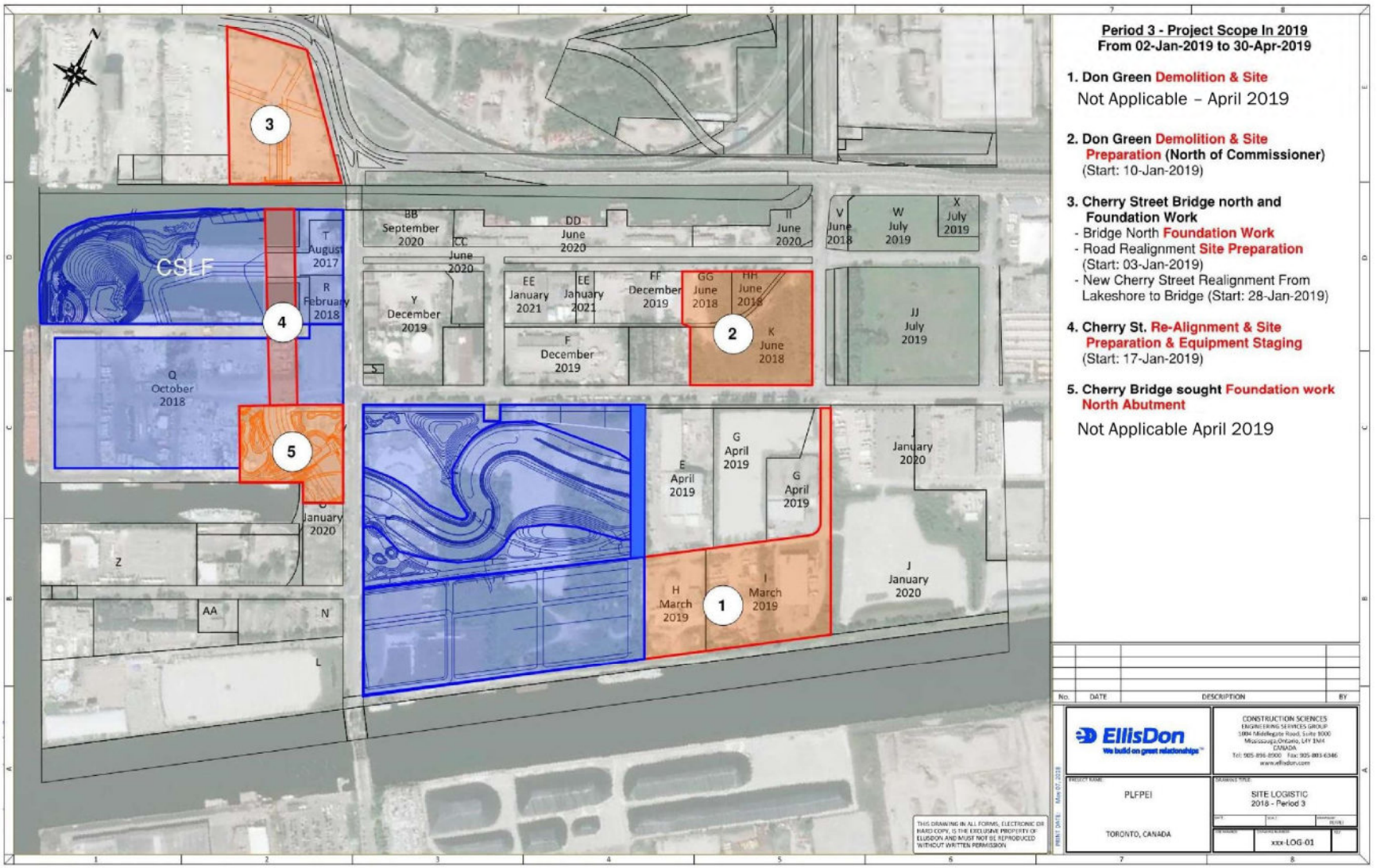
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Construction Work Zone 2 – Sep to Dec 2018



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Construction Work Zone 3 – Jan to Mar 2019



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Motion

ON MOTION duly made, seconded, and carried, be it RESOLVED that the Board of Directors approves a capital expenditure of $136.7M Million for Port Lands Flood Protection site preparation and early construction works between July 1, 2018 and March 31, 2019.

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Board of Directors' Meeting (Quayside Specific)

MONDAY JULY 9, 2018 8:30AM TO 12:30PM

WATERFRONT TORONTO

20 BAY STREET, SUITE 1310

TORONTO, ON, M5J 2N8

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Meeting Book - Board of Directors Meeting (Quayside Specific)

8:30 a.m.	1. Appointment of Acting Chair ("AC") Section 6.7 of By-Law No.1 of the Corporation (in the case of absence of the Chair, a director or committee member will be elected by the meeting to act as chair of the meeting)	Approval	All
	Board Resolution - Appointing Acting Chair - Page 3		
8:35 a.m.	2. Motion to Approve Meeting Agenda	Approval	Acting Chair
8:40 a.m.	3. Declaration of Conflicts of Interest	Declaration	All
8:45 a.m.	4. Acting Chair's Remarks (if any)	Information	Acting Chair
9:00 a.m.	5. Finance, Audit and Risk ManagementCommittee Report Capital Approval - Site Preparation and Early Construction Works	Approval	J. Rieksts - Alderman
	Board Resolution - Capital Approval - Page 4		
9:15 a.m.	6. Motion to go into Closed Session	Approval	All
	Closed Session Agenda The Board will discuss item 7, being a discussion on the communications strategy - release of the Plan Development Agreement (PDA) and item 8, being an update on the PDA, in a Closed Session as permitted by By-Law No.2 of the Corporation. The exception relied for the discussion of items 7 & 8 in Closed Session is Section 6.1.1(l) of By-Law No. 2 (a position, plan, procedure, criteria or instruction to be applied to any negotiations carried on or to be carried on by or on behalf of the Corporation). The Board will continue in Open Session at the end of the Closed Session to discuss and vote on any resolutions pertaining to the Closed Session.		
9:15 a.m.	7. Communications Strategy - Release of the PDA	Approval	C. MacKay/Council Public Affairs
9:45 a.m.	8. Update on PDA Discussions	Information	M. Davis & Others
12:20 p.m.	9. Motion to go into Open Session	Approval	All
	Open Session Agenda		
12:25 p.m.	10. Resolutions Arising from the Closed Session (if any)	Approval	Acting Chair
	Board Resolution - Communications Strategy - Release of PDA - Page 5		
12:30 p.m.	11. Motion to Terminate the Meeting	Approval	Acting Chair

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ON MOTION, duly made by [●], seconded by [●] and carried, it was **RESOLVED** that in accordance with Section 6.7 of By-Law No.1 of the Corporation, [●] be and is hereby appointed to act as the Chair to preside over the July 9, 2018 Board of Directors Meeting of Waterfront Toronto.

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ON MOTION, duly made by [●], seconded by [●] and carried, it was **RESOLVED** that:

- the decision of the Finance, Audit and Risk Management Committee on June 29, 2018 authorizing Management to proceed with spending up to $5 Million (out of the total $136.7 Million capital investment) to avoid construction delay costs, be and is hereby ratified by the Board; and

- the capital investment of $136,700,000 for Site Preparation and Early Construction Work be and is hereby approved.

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ON MOTION, duly made by [●], seconded by [●] and carried, it was **RESOLVED** that the Communications Strategy for the release of the Plan Development Agreement be and is hereby approved, subject to any comments and or amendments of the Board of Directors.

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Pages 465 to 480
are withheld
pursuant to paragraphs
20(1)(b), 20(1)(c) and 20(1)(d)
of the *Access to Information Act*

****

Les pages 465 à 480
Font l'objet d'une exception totale
conformément aux dispositions des
paragraphes
20(1)(b), 20(1)(c) et 20(1)(d)
de la loi sur l'accès à l'information

Quarterly Corporate Plan Performance Dashboard as of December 31, 2018 (Q3 2018/19)

Issued as of January 31, 2019

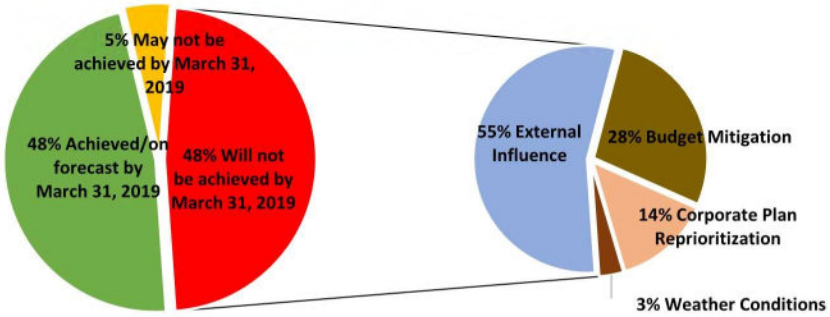
Overall 2018/19 Corporate Plan Status

Key Deliverables | Capital Investment Plan | Revenues

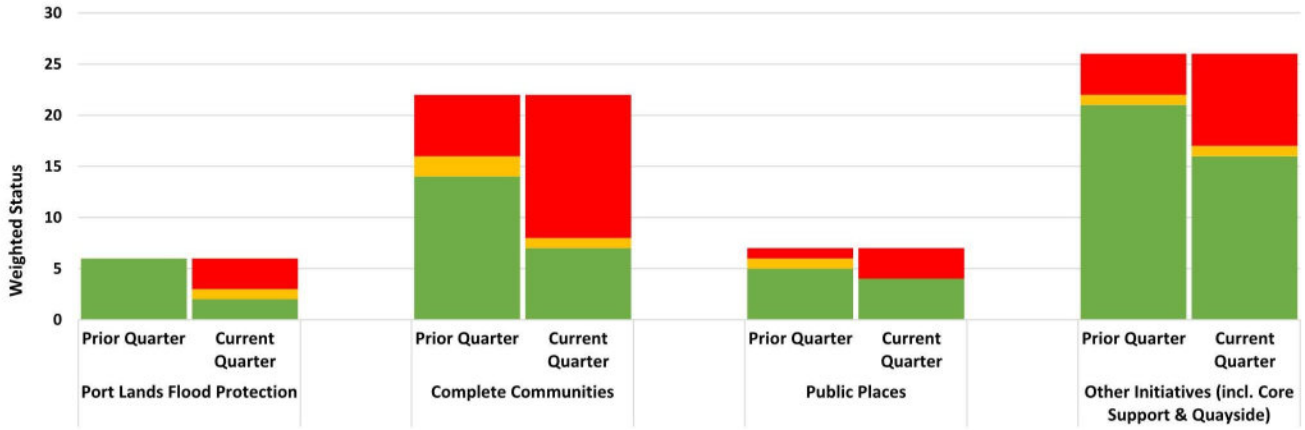
- No material concerns, in line with plan; forecast performance greater than 80% of plan
- Caution-Some areas of plan may not be met; forecast performance between 70% - 80% of plan
- Concern-Some areas of plan will not be met; forecast performance less than 70% of plan

2018-2019 Key Deliverables (61 in total) - 48% (29 of 61) forecast completion by March 31, 2019.

As illustrated below, of the 61 Key Deliverables outlined in the 2018/19 Corporate Plan, Waterfront Toronto has achieved or is on track to achieve 48% (29 of 61) by March 31, 2019. Approx. 5% may not be achieved and 48% will not be achieved by March 31, 2019 and are deferred to a future year. Of the 48% that will not be achieved, the majority (81%) have been deferred due to factors of external influence, such as the accommodation of development partner requirements or government directive, and/or budget mitigation to avoid discretionary additional costs..



Key Deliverables by Priority Initiative:



Explanations for Key Deliverables per the 2018/19 Corporate Plan:

1. Port Lands Flood Protection

Of the **six deliverables** planned for fiscal 2018/19, completion of **three deliverables** related to Cherry Street Stormwater and Lakefilling have been **deferred** by three months to June 30, 2019 for **budget mitigation reasons** (in order to avoid winter condition costs). The schematic and detailed design for roads, bridges and landscaping, as well as continued work on the Community Based Risk Assessment for the broader Port Lands Flood Protection project remains on track (green). The construction of the river valley system in anticipated to begin in March 2019 (yellow).

2. Complete Communities

Of the **22 deliverables** planned for fiscal 2018/19, seven are green / on track (primarily initiating construction of Waterfront Innovation Centre; occupancy of two new residential buildings - Aquavista and Monde; as well as several municipal approvals in West Don Lands); one is yellow (Villiers Island planning approvals on hold pending timing of Quayside Master Innovation and Development Plan); and **14 have been deferred to 2019/20**. For those deferred, **five were for budget mitigation reasons** such as redesign and reprocurement required to meet budget (Aitken Place Park and the Stormwater Management Facility); **eight were for external factors** to accommodate development partner requirements; and **one was for adverse weather conditions** (Bayside local streets and public realm).

3. Public Places

Of the **seven deliverables** planned for Public Places, four are green/ on track (The Bentway skate trail as well as York and Rees Street Park design competitions) and **three are red/ deferred** and will be complete post March 31 2019 **due to external factors** to accommodate government directive and/or development partner schedules (primarily Jack Layton Ferry Terminal upgrades, now April 2019; and two public art initiatives).

4. Other Initiatives

Of the **26 deliverables** planned for Other Initiatives (which includes Quayside, Transit, Strategic and Core Support functions), 16 are green/ on track (including the development of a Master Innovation Development Plan for Quayside; completion of the Waterfront Transit Reset project; approval of the Five Year Strategic Plan; and completion of a Performance Measurement Reporting Framework, as examples), one is yellow and **nine have been deferred to 2019/20**. Of the nine deferred, **five are delayed due to external factors** to accommodate development partner and/or government requirements (municipal approvals, environmental studies, development process for Quayside, all of which is depedent on the approval of the MIDP); and **four were management decisions to reprioritize work**.



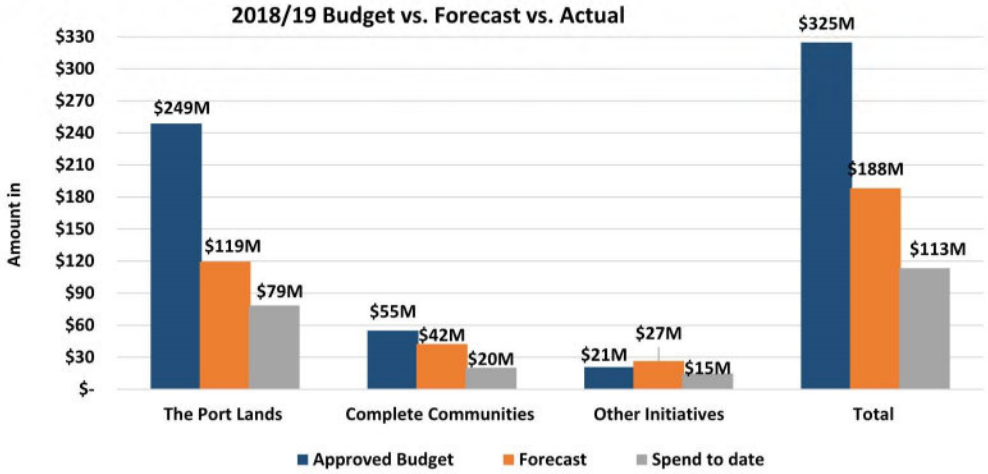
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Quarterly Corporate Plan Performance Dashboard as of December 31, 2018 (Q3 2018/19)

Issued as of January 31, 2019

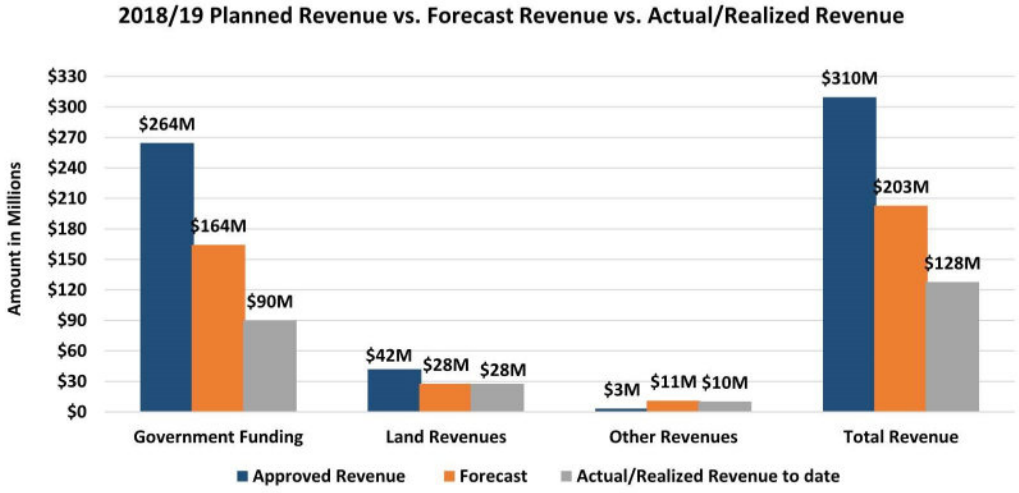
2018-19 Capital Investment Plan: 58% ($188M of $325M approved) forecast to be spent by March 31, 2019.

Overall Capital Investment Plan conclusion: The forecast under-spending variance of $137M ($325M less $188M) primarily relates to amending the project baseline schedule for the Port Lands Flood Protection and Enabling Infrastructure project as a result of completing the 30% design milestone ($130M reduction in forecast 2018/19 project spend to $119M). The original budget was based on the cash flows per the 2016 Due Diligence report. The reduction in forecast investments for Complete Communities of $13M (from $55M to $42M) primarily relates to the deferral of a land acquistion to ensure it is timed in line with the anticipated development. The $6M increase in Other Initiatives (from $21M to $27M) relates to a combination of items (including non-recoverable corporate overhead costs as well as Quayside (longer MIDP development timeline).



2018-19 Revenues: 65% ($203M of $310M approved) forecast to be realized by March 31, 2019.

Overall Revenues conclusion: Forecast unfavourable variance of $107M (from $310M to $203M) primarily as a result of reduction in government funding required in fiscal 2018/19 for the Port Lands Flood Protection and Enabling Infrastructure project ($100M) consistent with the reduction in expenditures above relating to re-baselining the project expenditures by year, coupled with forecast land revenues being lower than budget due to the deferral of phase 1 Quayside land sales to a future date pending the outcome of the MIDP process. These adverse variances are offset by $8M more in other revenues ($11M vs. $3M) from third party sources.
Overall, this reduction in revenues does not pose a risk as revenues are anticipated to sufficiently fund the reduced Capital Investment Plan.





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Appendix A:

Delay Category	Key Deliverable Deferred to 2019/20 or a Future Year	Priority Initiative
External Influence	• Construction of Phase 1 public realm for Bonnycastle Street (September 2019).	Complete Communities
	• Closing of land transaction for Blocks A1/A2 in Bayside (June 2019)	Complete Communities
	• All deliverables related to Queens Quay East & Parliament Intersection	Complete Communities
	• Complete phase 1 of environmental assessment process for Broadview and Eastern FP project	Complete Communities
	• Transfer temporary power connections to new underground system and WT's signature light poles installation	Complete Communities
	• Construction and acceptance for streets in Dockside (2023)	Complete Communities
	• Jack Layton Ferry Terminal Construction (April 2019)	Public Places
	• Installation of public art at King/Queen triangle (2022/23)	Public Places
	• Installation of public art at Water's Edge Promenade (2019/20)	Public Places
	• Environmental studies for development blocks	Quayside
	• Negotiate key terms and execute definitive documents (November 2019)	Quayside
	• Council approval of Business Implementation Plan for Quayside and Eastern Waterfront (November 2019)	Quayside
	• Municipal approvals	Quayside
	• Development partner selection	Quayside
Budget Mitigation	• Construction of new shoreline and aquatic habitat (June 2019)	The Port Lands
	• Completion of lakefilling to create about five hectares of filled area around the current Essroc Quay (May 2019)	The Port Lands
	• Total completion of the Cherry Street Stormwater and Lakefilling project (Fall of 2019)	The Port Lands
	• Aitken Place Park construction (September 2019)	Complete Communities
	• Installation of stormwater treatment process equipment (March 2020)	Complete Communities
	• Commissioning of the Cherry Street sanitary pumping station (SPS) under permanent power	Complete Communities
	• Construction of twin storm forcemains on Queens Quay	Complete Communities
	• Dockside/Bayside in water storm pipe (March 2020)	Complete Communities
Corporate Plan Reprioritization	• Office space configuration	Core Support Functions
	• Employee performance management framework.	Core Support Functions
	•Enterprise content management strategy	Core Support Functions
	•Integration of social media application with Customer Relations Management (CRM) Database of ERP system	Core Support Functions
Weather conditions	• Construction and landscaping of Phase 2 local streets and public realm (July 2019)	Complete Communities

Legend:

External Influence	**- Work deferred/delayed to accommodate development partner requirements or government directive.**
Budget Mitigation	**- Work deferred to avoid discretionary additional costs or to redesign to meet budget.**
Corporate Plan Reprioritization	**- Work did not proceed as planned due to management decision to reprioritize work.**
Weather conditions	**- Work delayed due to adverse lake and/or weather conditions.**



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Quarterly Portfolio Dashboard - as of December 31st, 2018

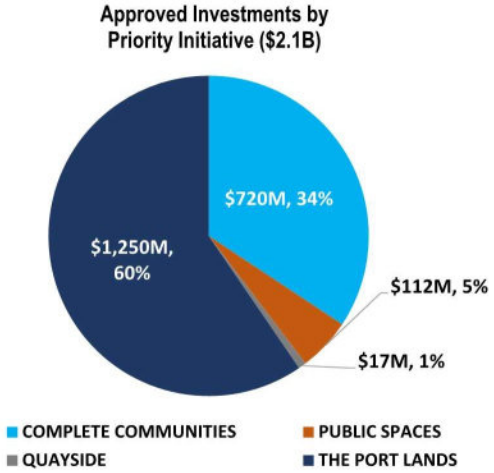
Issued: February 4th, 2019

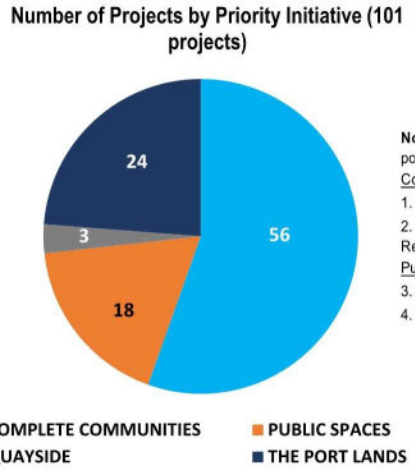
PROGRAM SUMMARY



Q3 2018-2019 Update: Waterfront Toronto is currently tracking to deliver all of its projects on budget and is in compliance with its contractual obligations. Schedule risks are being closely monitored to ensure timely project delivery.

PROGRAM SUMMARY





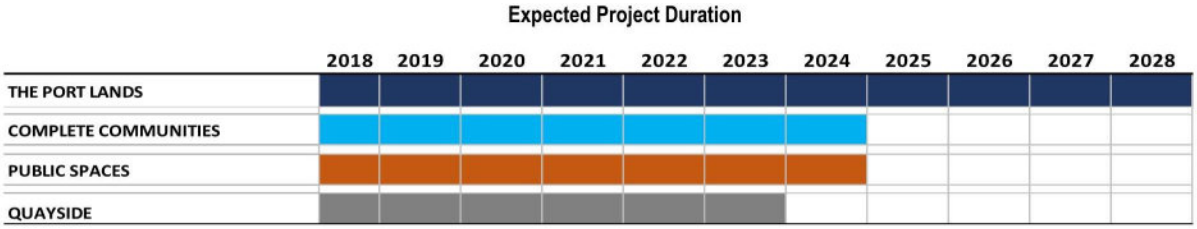
Note: Four new projects are added to the portfolio since the September 30th update.

Complete Communities:

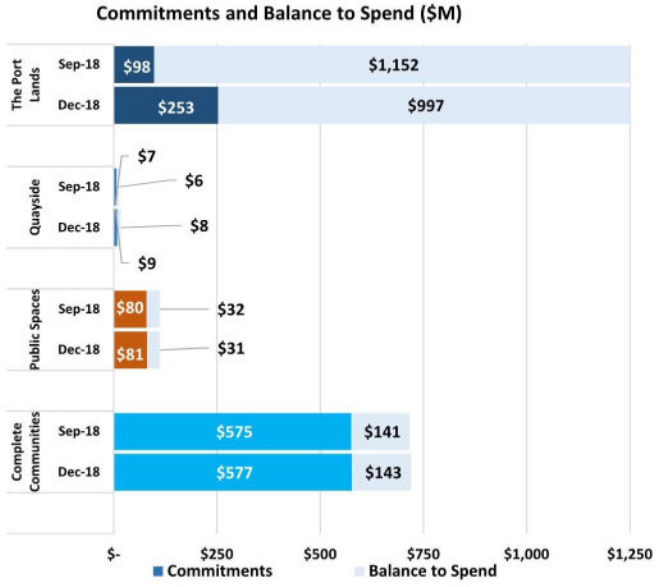
1. Polson Quay/River south precinct planning
2. Pilot Test Program for Don River Renaturalization and Land redevelopment

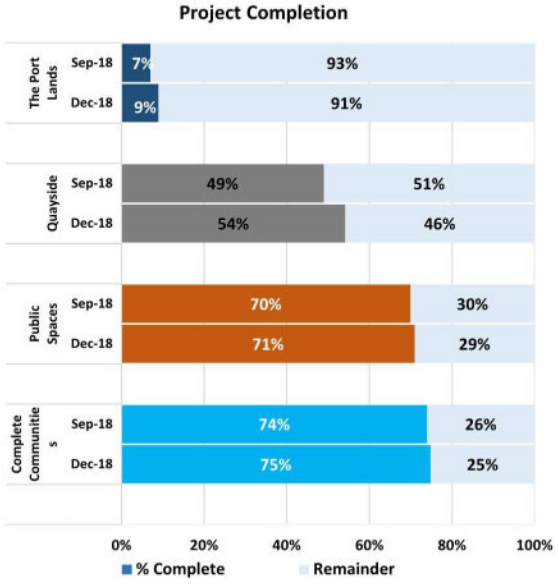
Public Spaces:

3. York Street Park Design & Construction
4. Rees Street Park Design & Construction



PROGRAM IMPLEMENTATION INDICATORS



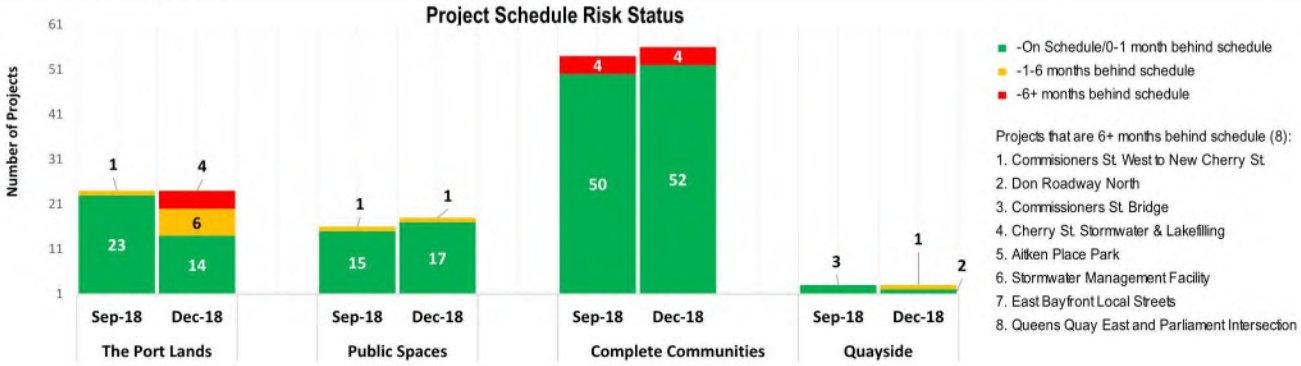


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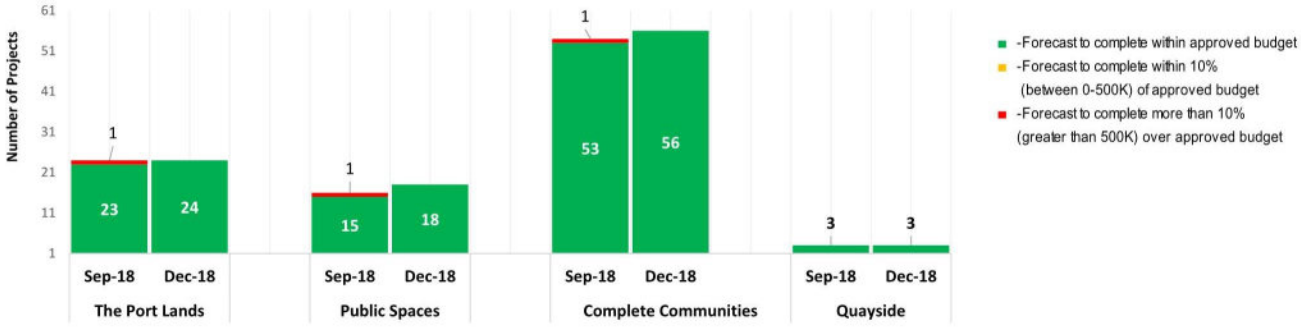
Quarterly Portfolio Dashboard - as of December 31st, 2018

Issued: February 4th, 2019

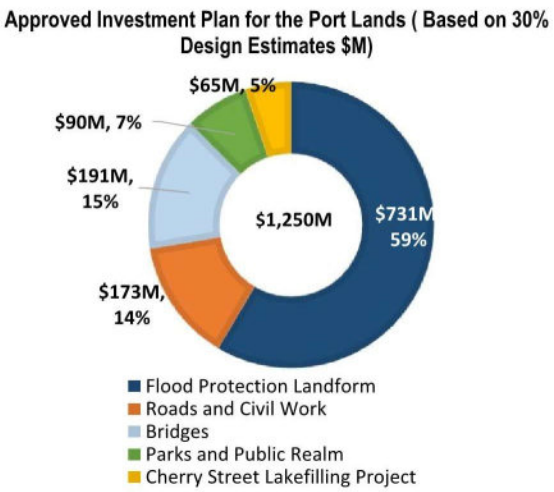
PROGRAM RISK STATUS

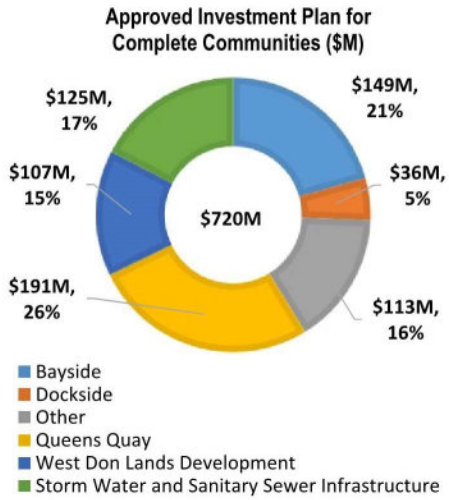


Note: Waterfront Toronto is in the process of re-baselining the overall project schedule for Port Lands project to mitigate risks that are being reported. The end date for the delivery of the Port Lands program remains unchanged.

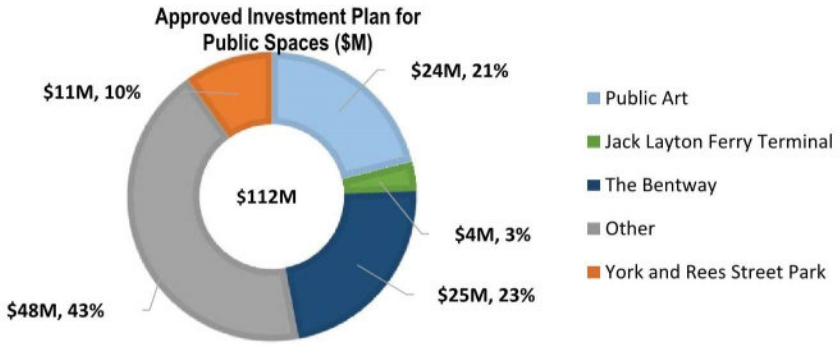


INVESTMENT BY PRIORITY INITIATIVE





Note: Budget revised to capture 30% Design Stage Gate since the September 30th update.



Note: Quayside project status update is included as part of Quayside Dashboard

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Table of Contents – August 23 DM briefing on Waterfront Toronto IGSC

Tab 1:

- **Draft agenda for September 6, 2018 IGSC meeting**

Tab 2:

- **Waterfront Toronto-Sidewalk Labs timeline of key events and deliverables: Fall 2018 – Spring 2019**

Tab 3:

- **July 20, 3018 draft IGSC minutes**
- **May 10, 2018 draft IGSC minutes**

Tab 4:

- **CBC article on Aug 14-15 Waterfront Toronto/Sidewalk Labs Public Roundtable #3**
- **Waterfront Toronto / Sidewalk Labs presentation from roundtable #3**

Tab 5:

- **Mater Innovation and Development Plan (MIDP) Scope and Pillar areas**

Tab 6

- **Report on August 16, 2018 Digital Strategy Advisory Group (DSAP) meeting #3**
- **Draft DSAP work plan**
- **Draft Sidewalk Labs Responsible Data Use Policy Framework**

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TAB 1

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Agenda
Toronto Waterfront Revitalization Initiative IGSC
September 6, 2018

Toronto City Hall, 24th Floor East Tower, and by Teleconference
2:30 – 4:00 PM

1. **Welcoming Remarks and Introductions** – DM INFC (5 Min)

2. **Approval of May 10 and July 20, 2018 IGSC Minutes** – ALL (5 Min) – Decision Item

3. **Port Lands Flood Protection Update –** (WT Chief Project Officer, David Kusturin) (10 Min) – Information Item

4. **Quayside –** (WT Chief Development Officer Meg Davis) (20 Min) – Information Item

   - *Project Update*
   - *Digital Advisory Strategy Advisory Panel Update*

5. **Waterfront Toronto 5-year Plan –** (WT Chief Strategy Officer Marissa Piatelli) (20 Min)– Information Item

6. **WT Financial Update –** (WT Chief Financial Officer Lisa Taylor) (10 Min) – Information Item

   - *Quarterly Financial Report*
   - *Status of WT Borrowing*
   - *Extension of WT's borrowing consent to 2028*
   - *Provincial AG Audit Update*

7. **Enterprise Resource Planning (ERP) System Implementation Update – (5 Min) – Information Item**

   - *WT Status Update (WT – TBD)*
   - *City-commissioned EY Audit of ERP System (David Stonehouse, Director, City of Toronto Waterfront Secretariat)*

8. **Tri-government accord (10 Min)**

   - *Tri-government Working Group (TWG) progress update (David Stonehouse, Director, City of Toronto Waterfront Secretariat)*

9. **Other Business or In Camera (If necessary) – (5 Min)**

DRAFT

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TAB 2

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ATIA - 21(1)(b)
ATIA - 21(1)(c)

Waterfront Toronto -Sidewalk Labs timeline of key events and deliverables: Fall 2018 – Spring 2019

IGSC engagement / Key WT-SWL milestone / Key public engagement / **WT legislatively-mandated plan** / Tri-gov't staff-level engagement

Sept

- Sept 5: Staff-level telcon re. WT Long-term funding plan (annual plan)
- **Sept 6 IGSC: Port Lands update; Quayside update; Quarterly financial update, ERP status; WT 5-year plan; tri-gov't accord**
- Sept 13: Staff-level telcon re. preliminary discussion of WT 5-year plan

Oct

- Oct 3: DSAP-linked 'Civic Lab' #1 – public engagement event that discusses PDA data governance principles
- Oct 18: DSAP #4

Nov

- Early Nov : WT/SWL release comprehensive description of component parts of MIDP, likely in form of an annotated Table of Contents
- Date TBC: WT/SWL Public Roundtable #4 discusses MIDP components including proposed site plans
- Nov 7: DSAP-linked 'Civic Lab' #2 discusses privacy, algorithmic transparency, broader ethical issues (hosted at Ryerson U)
- **Nov 8 IGSC: Briefing on Components parts of MIDP;** [redacted]

Dec

- Dec 5: DSAP-linked 'Civic Lab" #3 discusses data ownership business models and IP
- Dec 13: DSAP meeting #5
- **TBC: WT Long-term funding Plan (annual plan) approved by WT Board of Directors; received by 3 orders of gov't**
- **TBD: WT 5-year plan approved by WT Board of Directors; received by 3 orders of gov't (extension into early 2019 to develop 5-year plan?)**

Early 19

- Early 2019: Complete work-in-process draft MIDP released for public consultation
- TBC: WT/SWL Public Roundtable #5 solicits feedback on the draft MIDP
- Jan 17 IGSC: [redacted]

Spring 19

- Date TBC: WT/SWL publish proposed MIDP in finished form for consideration by WT Board of Directors and by the Alphabet Board
- Date(s)TBC:
- IGSC (TBC): [redacted]

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TAB 3

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Toronto Waterfront Revitalization Initiative
Quayside-focused Intergovernmental Steering Committee
Meeting Minutes

Friday, July 20, 2018
2:00 to 3:30 PM

Federal Representatives:	Kelly Gillis (Chair), Shawn Tippins, Brook Simpson (via telcon)
Provincial Representatives:	Scott Thomspon, Chris Giannekos, Bruce Singbush, Adam Redish
City of Toronto Representatives:	Giuliana Carbone, Lou Di Gironimo, David Stonehouse, Jayne Naiman, Mike Williams, Siri Agrell
Waterfront Toronto Representatives:	Michael Nobrega, Julius Gombos, Meg Davis, Marissa Piatelli, Ed Chalupka, Michael Bernstein, Carol Webb

	ITEMS DISCUSSED	
1.	Welcome and Introductions	Kelly Gillis welcomed all IGSC members to the meeting, and acknowledged Scott Thompson as the new Deputy Minister of the Ontario Ministry of Infrastructure, and Michael Nobrega as acting President and CEO of Waterfront Toronto.
2.	Approval of June 14, 2017 Quayside Executive Steering Committee (ESC) Meeting Minutes	It was agreed that the minutes would be amended as per comments voiced by the City of Toronto's Waterfront Secretariat, and re-circulated. In addition to the minutes reflecting that the Quayside ESC is to be discontinued in favor of having Quayside-focused meetings of the IGSC, the minutes would be amended to read that Quayside-focused IGSC meetings would be held 'as required' instead of every 6 weeks.
3.	Quayside (i) Comments and questions related to the Plan Development Agreement (PDA)	(i) Julius Gombos, WT Vice President, Project Delivery, summarized the key issues addressed in the PDA, which included: the project objectives and scope of the Master Innovation and Development Plan (MIDP); that there is no sale or transfer of land provided for in the PDA; a September 30, 2019 deadline for Board approval of the completed MIDP; funding of up to US $50 million from Sidewalk to complete the MIDP; and multiple points of approval by WT's Board of Directors. WT outlined the feedback it had received over the previous weeks in various briefings on the draft PDA. Aside from factual

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		editing/drafting issues, the main comment arising from governments concerned the depiction of the geographic scope of the project. As a result, a map depicting the MIDP site in an earlier draft of the PDA was replaced with one situating the 12-acre Quayside site within the Designated Waterfront Area, as set out in *the Toronto Waterfront Revitalization Corporation Act*. WT also reiterated to IGSC members that the focus of the PDA remained the Quayside site, while allowing for the exploration of proposals at scale. In response to questions over whether there were pressure points in negotiations with SWL that may be reflected in the PDA, Waterfront referenced the establishment of the project management committee as a key accomplishment for WT.
	(ii) Forward Process for developing the MIDP	(ii) The IGSC discussed the forward process for developing the MIDP. It was noted that public roundtables on MIDP pillar areas would be commencing in the days following the release of the PDA. In this regard, the GR/PR schedule of the PDA would provide guidance on managing the process for community stakeholder consultations. In parallel with Waterfront's process, the City noted that it would also be undertaking a public consultation process and peer review towards the end of the MIDP process.
	(iii) IGSC next steps	(iii) It was noted that a draft Table of Contents for the MIDP would be developed for consultation release [in early November] along with outlines of specific site plans. On next steps for the IGSC, it was determined that a Quayside project dashboard that tracks key performance indicators around timelines/milestone deliverables would be developed and provided to the IGSC for monitoring purposes.
4.	Quayside public engagement and communications	Meg Davis presented on WT's strategy for releasing the PDA following a vote of approval by the WT Board of Directors – scheduled for Tuesday, July 31, 2018. Assuming Board approval and signature of the PDA, its release would be embargoed until approximately 4pm to allow for technical briefings with the media. The October 2017 Framework Agreement (replaced by the PDA) would also be released at the same time. The release of both documents would be accompanied with communications materials explaining the differences between the two agreements. A communications package, including suggested Qs & As, would be provided to governments in the mid-week prior to the release.

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5.	Outcomes from July 16 Tri-government Working Group (TWG) workshop	David Stonehouse presented on a TWG workshop the City had hosted on July 16, which focused on developing a working text clarifying roles and responsibilities between the three orders of government and WT. [redacted] WT representatives welcomed the TWG exercise in principle, noting it may be timely as WT begins developing its next 5-year plan. IGSC members directed the TWG to continue its work and report on progress at the next IGSC meeting.
6.	Other business (i) WT five-year plan	(i) WT noted that it is working on its next 5-year plan, which may also provide an outlook for the final 5 years remaining in the life-cycle of WT, whose mandate will expire in 2028. As a result, WT noted that it is considering governance requests as part of its 5-year plan. The Plan covers a period starting on April 1st of next year, but needs to be approved by WT's Board of Directors by the end of this December. The importance of allowing for a review period with the three levels of government in October was raised. In this regard WT indicated that it was looking at setting up a meeting with TWG representatives in September to go over the draft table of contents and overall approach for the five-year plan. WT also noted that it would also be turning attention to its annual long-term funding plan which looks at the funding nature of its relationships with governments.
7.	In-Camera Session	The government partners requested an in-camera session.

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Toronto Waterfront Revitalization Initiative
Intergovernmental Steering Committee
Meeting Minutes

Thursday May 10, 2018
2:00 to 3:30 PM

Federal Representatives:	Kelly Gillis, Glenn Campbell, Gerard Peets, Marie-Pier Nassif, Kathy Morin, Brook Simpson
Provincial Representatives:	Bruce Singbush, Carol Mercer, Lynn Kekanovich
City of Toronto Representatives:	Lou Di Gironimo (chair), Giuliana Carbone, Jayne Naiman, Mike Yu, Brett Howell
Waterfront Toronto Representatives:	William Fleissig, David Kusturin, Lisa Taylor, Marisa Piattelli, Ed Chalupka, Meg Davis

	ITEMS DISCUSSED	
1.	Welcome and Introductions	Lou Di Gironimo (Interim Deputy City Manager) and Giuliana Carbone (Interim City Manager) introduced themselves to the IGSC. The Government of Canada agreed to chair IGSC meetings for the remainder of the 2018/19 Waterfront Toronto fiscal year.
2.	Approval of January 25, 2018 IGSC Meeting Minutes	IGSC minutes were approved with no amendments.
3.	Port Lands Flood Protection (i) Contribution Agreement Update (ii) Project Update (WT)	(i) Will Fleissig thanked the government partners for coming together to finalize the Flood Protection and Enabling Infrastructure Contribution Agreement. (ii) David Kusturin provided a project update. Design work is advancing on river/park, roads/infrastructure, and bridge components. Schematic design (30%) is anticipated in May and updated costs are expected in June/July. Villiers Park and Promontory Park North will be designed to 30% detailed design and construction costs are not included within the $1.25 billion. Design excellence is being pursued for the 3 bridges using a common design / form approach. The intention is that the continuity of bride design will generate costs similar to or lower than 3 separate bridge designs. Budget and materiality will

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		impact final design. The Design Review Panel and the City's Structures group are engaged. Cherry Street lakefilling is advancing. Barges are currently delivering core stone fill onsite. Anticipated Final Hard Costs for Cherry Street are higher than the Current Approved Budget ($48.4K vs. $41.8K) as a result of higher grade fill costs. Cherry Street contingency has been applied to cover the costs. WT is forecasting 100% of the budget will be spent. The Province requested additional detail related to hard costs for the Cherry Street project. Consultant contracts issued to date reflect the dollar value approved by governments before the $1.185 billion CA. WT is now in the process of updating contracts values. A Partners Meeting with the 30+ consultant teams is scheduled for May 18, 2018. Construction Baseline Schedule (10% design) is done and will be updated once Schematic Design (30% design) is completed. Site preparation, clearing and shallow excavation will begin in July 2018. A Public Meeting was held in March and another is scheduled for July 18th, 2018. Initial Risk Management Workshop completed March 21/22 and the next will occur after Schematic Design. Project Soft Costs were approved by the WT Board in March.
4.	Update on First Nations Consultation (i) Mississaugas of New Credit (ii) Mississaugas of Scugog Island (iii) Federal Approvals	(i) Meeting was held between the MNCFN, the government partners and WT on April 16, 2018. Ongoing conversation between the MNCFN and WT to develop an MOU to formalize involvement in public realm and other aspects. Federal government will link WT with appropriate contacts to advance MOU dialogue. (ii) Province has determined that Duty to Consult has been triggered for both the MCNFN and the Mississaugas of Scuggog Island. (iii) WT has received Federal confirmation that the Duty to Consult has been satisfied to date.
5.	Quayside (i) Project Update	(i) Meg Davis provided a project update on Quayside. The Quayside Executive Steering Committee (QESC) held its first monthly meeting on April 19, 2018 and a Digital Advisory Panel was announced on April 27, 2018.

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ATIA-14(a)
ATIA - 21(1)(b)

		WT is looking for opportunities to bring Canadian businesses to scale. Timelines for Partnership Development Agreement (PDA) and Master Innovation Development Plan (MIDP) are evolving and will be given the time they need for the parties to "get it right".
		[redacted]
		WT noted the QESC meeting scheduled for May 18 will be cancelled.
6.	ERP Implementation (i) WT Roll-Out	(i) Competing WT staff resource demands have posed implementation challenges. The "go-live" date has been pushed from April to summer / early fall. It was clarified that all projects will "go-live" at the same time. At the request of the Federal government, WT agreed to provide regular dashboard updates for every project using a standard template similar to the Port Lands Flood Protection dashboard. The standard template will track work

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		completed/forecast and spending to date and forecasted by project. WT will share the WT Board template with the government partners.
	(ii) City Audit	(ii) EY has been officially retained by the City and EY has met with WT to review timelines. EY will participate in a week long "control room pilot" exercise that will test WT's processes against the ERP software. EY will generate a report to the City after the pilot is complete and the City will share the results with the government partners as appropriate.
7.	WT Financial Update (i) Quarterly Financial Report (ii) Borrowing (iii) Five Year Strategic Business Plan	(i) As of Q3, WT is realizing approximately 75% for Key Deliverables, Budget and Revenues. WT is in the process of finalizing Q4 results. (ii) WT has negotiated a new Centralized Cash Control (CCC) Service with its bank to pool WT's account balances for interest income/borrowing cost purposes. The Flood Protection Project's working capital balance is sufficient to maintain a positive corporate account balance for at least the next 3 years and therefore no borrowing is anticipated. (iii) As defined in the Legislation, WT is required to prepare a Five Year Strategic Business Plan by December 31, 2018. WT will ensure there are multiple check-in points with government partners before the document is finalized. Priorities include: - Business and Implementation Plans for future Precincts; - Addressing how private capital can be brought to the table; and - Utilizing the capacity of CreateTO and others actors in the area. Strategic options will be presented to IGSC in the early fall. It is important to align IGSC approvals with WT Board approval dates. Governments require WT to pull together a master calendar to outline the sequence of approvals. The City sought clarification as to what the "Port Lands" priority project references in the WT handout. WT clarified that the immediate task is for the completion of a Business and Implementation Plan for the Villiers Island Precinct. It was suggested that this priority be amended to reflect this scope. MNP performed an independent audit of WT's Enterprise Risk Management framework and it was presented to the Finance, Audit & Risk Management Committee in March. Several strengths and areas for improvement were noted by MNP. The areas for improvement will be implemented by MNP until WT fills the COO position. The Committee also approved a two-year internal audit plan.

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8.	Other Business (i) Waterfront Toronto (ii) Federal Government (iii) Provincial Government (iv) City of Toronto	(i) WT provided the IGSC with an update on the proposed Capital Peer Review Panel which seeks to enhance WT's existing WT governance and risk management framework to address the increased risks associated with the Flood Protection Project. Key elements include ensuring clear lines of responsibility and a 3 line approach to project management. WT is attempting to schedule the inaugural meeting prior to the May 31, 2018 FARM Committee meeting. WT asked the government partners to help identify candidates who may sit on the Panel [redacted] WT will send the government partners a mandate package to help identify potential candidates. WT asked for the City to clarify its transit priorities based on the transit MOU recently signed between the City and the Province. City staff are meeting with Metrolinx and Province to advance all projects outlined in the MOU and the parties are currently mapping out the schedules (design, tendering, construction, etc.) for the next 5-10 years. Once this is completed, the City will be in a position to provide an update to WT, likely in July. The City is building capacity for the life of all these projects and the the Waterfront Secretariat will be plugged into conversations with the new transit unit.
9.	In-Camera Session	The government partners did not request an in-camera session.

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TAB 3

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TAB 4

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CBC

Sidewalk Labs has unveiled its bold vision for Quayside. Just don't ask how it'll get built

Google sister company hasn't said how it'll pay for the project, or how it'll use personal data

Nick Boisvert · CBC News · Posted: Aug 19, 2018 5:00 AM ET | Last Updated: August 19



Sidewalk Labs wants to build pedestrian bridges, floating barges and outdoor projection screens in Quayside. (Sidewalk Labs)

It would be a neighbourhood unlike anything Toronto, and perhaps the world, has ever seen.

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On the ground, there will be hexagonal, modular pavement tiles that can melt away ice and change colour to alter traffic flow.

At street level, pedestrians will shop and mingle in dynamic, shifting spaces inspired by the meeting places of ancient Greece.

Above them, wooden towers will stretch up to 30 storeys into the sky with extendable "rain jackets" to protect outdoor spaces from inclement weather.

The bold concepts were unveiled earlier this week by Sidewalk Labs, the Google-affiliated company that's been tasked with transforming a barren, 12-acre waterfront property into a visionary "smart city."

While the company's plan now includes everything from detailed renderings to proposals for construction materials, major questions remain about how Sidewalk Labs will turn its bold ideas into a real neighbourhood.

- **Toronto is going ahead with high-tech Sidewalk Labs neighbourhood on its waterfront**
- **Welcome to the neighbourhood. Have you read the terms of service?**

"What you're seeing is a lot of proposals to push the boundaries," said Matti Siemiatycki, an associate professor of geography and planning at the University of Toronto.

What's less clear, he says, is how Sidewalk Labs will execute its ideas, monitor people in the neighbourhood, and secure enough money to bring everything to life.

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"People are very interested in how the revenue works on this, where does the money come from to pay for all of these innovations," said Siemiatycki, who's been working as an independent adviser on the project.



The proposed pavement design features modular tiles that will allow for quicker repairs. They may also be able to change colours and heat up to melt ice. (Sidewalk Labs)

Master plan due by end of year

Some of those details are expected in Sidewalk Labs' Master Innovation and Development Plan (MIDP), which is due before the end of 2018.

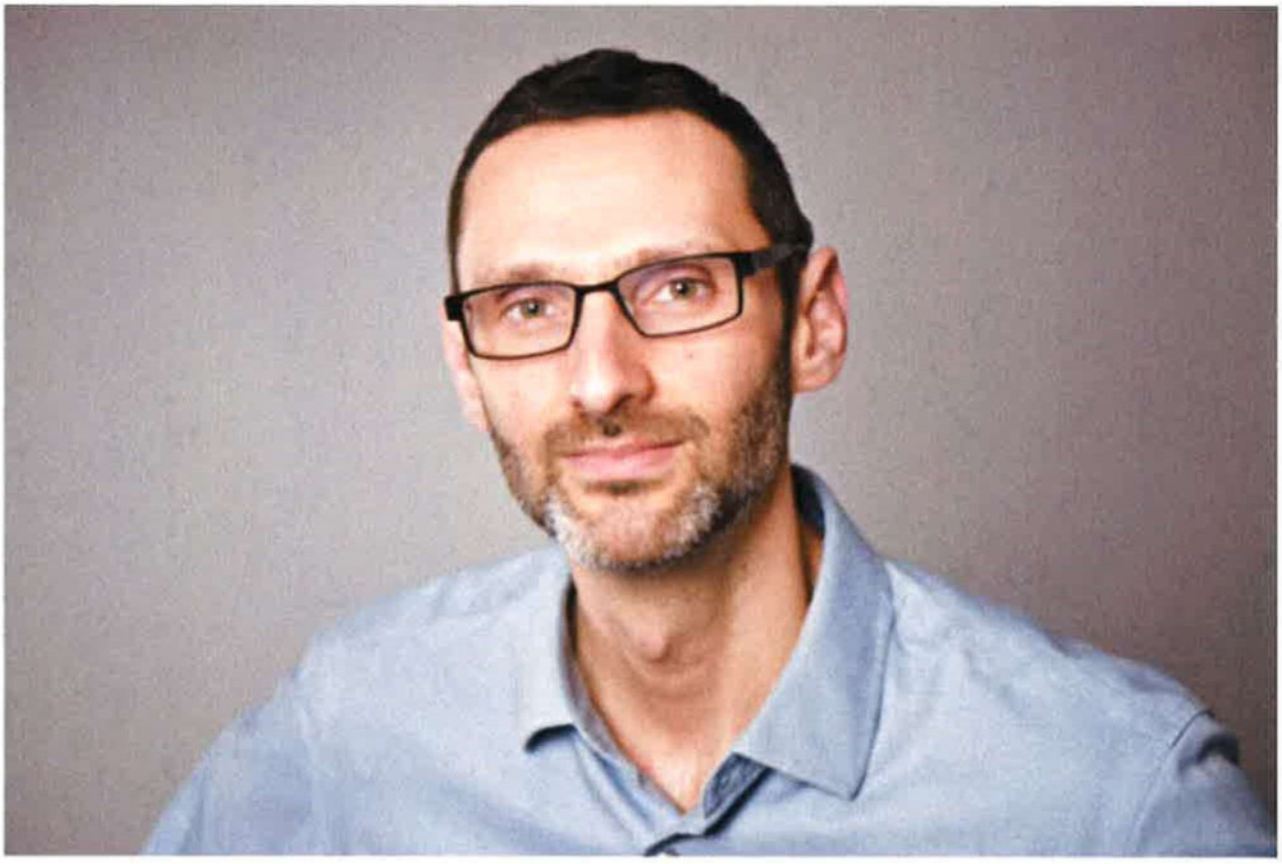
Sidewalk Labs says it is now beginning to shift its focus from conceptual ideas to a realistic development plan.

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"A lot of the early work has been focused on trying to understand what might be possible, what could be the type of experience that we could create here," said Sidewalk Labs' public realm director Jesse Shapins.

"Implementing this is going to be a different challenge and we're working closely to explore a lot of partnerships for how to make that possible," he said, noting that that work is still in its early stages.

The financial plan will be vetted by Waterfront Toronto, the tri-governmental agency that oversees development in the area and awarded the Quayside project to Sidewalk Labs.



Matti Siemiatycki says the key 'is to bring the community on board at every stage and to be transparent about what ideas you're really considering.' (University of Toronto)

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The organization says Sidewalk Labs will have to meet a series of requirements for work to go ahead.

"We have to check the feasibility of the actual construction technologies, the materials, all the innovative approaches," said Meg Davis, Waterfront Toronto's chief development officer.

"Can they actually achieve the expectations that we have? And then, if they can, what is the financial feasibility of that."

How will personal data be used?

Waterfront Toronto says the master plan will also have to meet strict privacy requirements, and the organization promised that data collected will be used "to improve the public experience," and not, for example, to sell advertising.

However, experts watching the project say some type of data collection or monitoring of people in the neighbourhood is likely to be at least a component of the project's revenue plan.

- **Sidewalk Labs 'hadn't foreseen' data concerns in designing Toronto neighbourhood**

"You're going to see a variety of different revenue streams," said Siemiatycki. "The data is the open question."



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Building jackets will extend to protect pedestrians during bad weather. (Sidewalk Labs)

Those concerns have grown since the Associated Press recently revealed that sister company Google continued to track its users movements after they explicitly told the company not to.

"We're very sensitive and aware of those issues and we are monitoring the sister company's activities as well," said Kristina Verner, Waterfront Toronto's vice president of innovation, sustainability and prosperity.

Sidewalk Labs says parent company Alphabet Inc. — which was created as part of a Google restructuring in 2015 — has been clear about its intentions with the project.

"[Alphabet] is very focused on the outcomes, and what's possible when applying this type of approach to building cities," said Shapins.

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WATERFRONToronto

Established in 2001 by the three orders of government.



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Waterfront Toronto

Values

1. A Waterfront for People
2. Public Involvement
3. Transparency
4. Private & Public Participation

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Waterfront Toronto

Roles

Catalyst & Steward

Creating enduring value through well-designed and vibrant cultural, recreational, civic and public spaces.

Revitalization Lead / Landowner

Advancing Complete Communities that address the need for housing, mobility, accessibility, connectivity and inclusivity.

Partner

Leveraging innovation and partnerships to deliver economic growth and jobs.

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Waterfront Toronto

Leading Waterfront Revitalization



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Waterfront Toronto

Upcoming Public Meetings & Events

Design Review Panel	Digital Strategy Advisory Panel	CivicLabs – Data Governance & Privacy
September 26	August 16	October 3
October 24	October 18	November 7
November 21	December 13	December 5
December 12		

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Today

Where We Are in the Process

SIDEWALK TORONTO

Roundtable 01	Roundtable 02	Roundtable 03	Roundtable 04	Roundtable 05
Sidewalk's Approach to Innovation	**Responsible Data Use, Streets & Housing Affordability**	**Building Blocks of Quayside**	**MIDP Proposals Document and Draft Site Plans**	**Solicit Draft MIDP feedback**
20 March **2018**	3 May **2018**	14 & 15 August **2018**	November **2018**	Early **2019**

City / Government Public Review & Public Consultation

MIDP

Spring **2019**

Final Master Innovation and Development Plan

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Today

Tonight's Objectives

01	Share Feedback & Resident Research
02	Vision for Quayside
03	Approach to Streets
04	Approach to Buildings
05	Question & Answer Session
06	Roundtable Discussion
07	Reporting Back

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Today

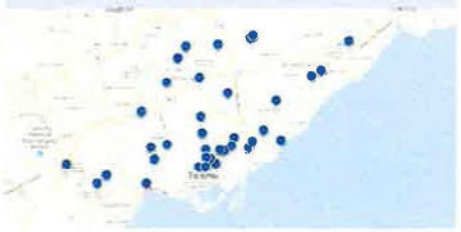
Public Engagement by the Numbers

SIDEWALK TORONTO

307 Open Sidewalks and Programs **4.2k+** attendees



Residents Reference Panel **4** sessions



Sidewalk Fellows Program **5** cities



Expert Advisory Groups **12** sessions

SIDEWALK TORONTO

YMCA-Sidewalk Toronto City Summer Camp **15** campers



The First Two Roundtable Meetings **1k+** participants



Sidewalk Public Talks **400+** attendees



Neighbourhood Association Meetings **4** sessions



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Today

Public Engagement - Summary of Roundtable II

What we heard you care about....

CREATING a complete community that provides opportunities to live, work, and play

RECEIVING more detailed information about the plan for Quayside

UNDERSTANDING when and how data could be collected, and how consent will be obtained

PROMOTING active transportation, while maximizing convenience and choice

ENSURING Quayside is a welcoming and inclusive community for all

PROVIDING a good mix of housing options that makes Quayside attractive to different households and incomes

ENSURING that Quayside is well connected and integrated with the rest of Toronto

CREATING a vibrant and dynamic neighbourhood with mixed-use buildings and a lively public realm

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TAB 5

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SCHEDULE B
MIDP SCOPE

Capitalized terms used but not otherwise defined in this MIDP Scope shall have the meanings ascribed to such terms in the Plan Development Agreement.

1.01 **Purpose of the MIDP**

(a) In developing the MIDP, the Parties wish to create a plan for the development of a place that achieves the shared objectives of Waterfront Toronto and Sidewalk Labs, including to (collectively, the "**MIDP Targets**"):

(i) Establish a complete community that improves quality of life and increases economic opportunity for a diverse population of residents, workers, and visitors;

(ii) Create a destination for people, companies, startups, and local organizations to advance solutions to the challenges facing cities, such as:

- Jobs and Economic Opportunity
- Climate Change
- Affordability
- Transportation, Mobility, and Congestion
- Inclusivity and Diversity

(iii) Make Toronto a global hub for urban innovation with a specific focus to localize and maximize the economic development benefits associated with this objective;

(iv) Demonstrate how the thoughtful infusion of technology into best-in-class urban design can create communities that are better able to serve the needs of citizens;

(v) Serve as a model for climate-positive sustainable neighbourhoods throughout Toronto and cities around the world;

(vi) Create planning targets (massing, density, phasing and zoning) that reflect sound planning principles;

(vii) Create a financial plan and economic targets that set minimum expectations of land value and rates of return that work at different scales; and

(viii) Establish performance measures that if met justify replication of the development and innovation plan.

1.02 **Creating the MIDP**

To create a plan that meets the MIDP Targets, the Parties have established multiple working groups and "Pillars," each with a focus on one or more of the MIDP Targets. Value will be created through an integrated, synergistic approach between the working groups as the Pillars are developed. The Parties will modify the scope or focus of the Pillars (and/or add or remove Pillars) as needed to achieve their shared goals. Each Pillar as of the date hereof is summarized below:

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Pillar	Pillar/Working Group Goals and Subject Matter
1. Mobility	Deliver a safer mobility system that is truly competitive with the private automobile through approaches such as prioritizing pedestrian, cycling, and transit infrastructure; designing people-first streets that prioritize pedestrian safety and accessibility; encouraging shared new mobility options such as self-driving electric vehicles that reduce the need for car-ownership and street space devoted to parking and cars; and using real-time detection to optimize street space, dynamically allocate the roadway network and improve safety.
2. Public Realm	Deliver an enhanced public realm that is more usable, gets people outdoors more of the time, and is personalizable for a diverse community, by enabling the community to program the public realm in a way that responds to its needs; creating adaptable streets that can be quickly turned into comfortable pedestrian space; expanding the public realm into non-traditional spaces; creating an outdoor comfort system that mitigates the impact of wind, snow, and sun; and enabling real time management, maintenance and adaptation.
3. Buildings	Create new types of flexible and adaptable buildings that reduce costs and increase efficiency, sustainability, adaptability and affordability while still emphasizing architectural and design excellence.
4. Community & City Services	Foster a close-knit community that connects people to each other and to their environment using digital tools that enable a seamless interface between residents and service delivery, and empower trusted community providers to deliver more personalized services using secure data integrations and co-location.
5. Sustainability	Set a new standard for urban sustainability and a replicable path to climate-positive communities through approaches such as the reduction of building energy use via design and data-driven energy management, the recovery and reuse of waste energy, the generation of onsite renewable energy and transformation of organic waste into energy, active waste and water management, and an adaptable utilities network.
6. Digital Platform	Approach digital infrastructure in a holistic way and design it into the physical environment from the start, ensure adaptability over time, and enable urban data to be unified in a single place and make it open for anyone to use — including researchers, startups, government agencies, civic organizations, and residents — while setting a new standard for responsible data use that protects privacy.
8. Privacy & Data Governance	Create a responsible data use framework that sets a global standard by establishing consistent, scalable, state-of-the-art policies and processes around privacy, data governance, access to data, data ownership and stewardship, information and data security that are consistent with local values and priorities.
9. Pilots/Early Actions	Run technology pilots and create prototypes in Toronto prior to approval of the MIDP that test pillar hypotheses and advance the collective long-term vision of Waterfront Toronto and Sidewalk Labs.
10. Housing Affordability	Develop a toolkit to serve as a global example for the creation of affordable, diverse, mixed income, and multigenerational communities, composed of innovative programs, policies, business models, and existing programs that make housing more available and affordable for all Torontonians, and over time utilize pillar driven innovation to fundamentally lower the cost to deliver and occupy housing.
11. Economic Development & Urban Innovation Institute	Foster economic development, job creation, future skills preparation and generate prosperity by catalyzing a world leading cluster focused on urban innovation; build on the emerging economic clusters, job creators and entrepreneurial and commercial communities on the waterfront and across Toronto and Canada; create

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	opportunities for entrepreneurial companies developing new technologies consistent with delivering the goals and objectives of the Project; and establish anchor drivers including the Google Canadian headquarters and an Urban Innovation Institute on the waterfront.
12. Development & Planning	Incorporate the physical manifestations of Pillar initiatives into a holistic and integrated planning and development process, and create strategies around project phasing, occupancy, statutory and regulatory matters, and implementation.

1.03 **Planning At Scale**

The MIDP will include both plans for the Quayside Parcel and plans at scale, including for the MIDP Site as required by the business analysis. The Parties acknowledge that the plans in the MIDP may explore lands not owned or controlled by the Parties.

Any proposed options at scale shall be subject to and closely tied to the achievement of the MIDP Targets and supported by robust business planning and financial analysis, taking into account the Parties' shared programmatic goals and the MIDP Targets, matters of financing and capital formation, anticipated absorption and economic impact, including estimates for job and economic growth, and through the development of business plans and financial models subject to various assumptions (including with respect to potential revenue streams and estimated costs, including of land) and showing various sensitivities and comparisons (including comparing to a baseline "market" / traditional developer scenario). To the extent these analyses demonstrate the need for scale the Parties will incorporate into the MIDP a set of proposed phases and sequencing to achieve such scale and, subject to obtaining necessary approvals, implement such MIDP.

Any implementation of the MIDP will be subject to Waterfront Toronto Approval and Sidewalk Approval, as well as various other conditions, including the receipt of any necessary governmental approvals and clearances and the receipt of any necessary approvals, agreements or consents with landowners or the other third parties.

The extent to and the manner in which successful solutions, processes and partnerships are carried forward into subsequent developments could be affected by requirements of the City of Toronto or other authorities or Waterfront Toronto becoming subject after the Effective Date to applicable procurement Laws.

1.04 **Regulatory Framework**

The Parties acknowledge that the MIDP will address existing applicable laws and the existing policy framework and will note places in which its plans may require revision of, or other approvals under, such existing applicable laws and existing policy framework, in which case the implementation of any such plans will be subject to the relevant Governmental Authorities making or granting such revision or approval. The MIDP will be developed through a process of co-creation and collaboration between the Parties, informed by a robust public engagement process and close collaboration with the City of Toronto and other governmental agencies and stakeholders.

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TAB 6

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ATIA - 21(1)(b)

Tippins, Shawn (INFC)

From: Faraday-Smith, Nancy (INFC)
Sent: August 17, 2018 2:21 PM
To: Campbell, Glenn (INFC)
Cc: Tippins, Shawn (INFC); Wellman, Angela (INFC)
Subject: Digital Strategy Advisory Panel meeting (August 16th)

Glenn –

As you may recall, Shawn and I attended the WT Digital Strategy Advisory Panel (DSAP) meeting in T.O. yesterday. Below is a summary of their discussions:

[redacted]

Shawn also helpfully arranged meet & greet meetings for me with MOI (Wendy Ren and team), the City (David Stonehouse) and WT (Ed Chalupka). Discussions were largely introductory in nature, though we did spend some time on the upcoming IGSC as a follow on to the working group telecom we had with all of them earlier this week.

Happy to answer any Qs you may have.
Nancy

Nancy Faraday-Smith

Acting Director, Investment, Partnerships and Innovation
Infrastructure Canada / Government of Canada
nancy.faraday-smith@canada.ca / Tel: 613-854-8418

Directrice intérimaire, Direction génerlae des investissements, des partenariats et de l'innovation

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WATERFRONT TORONTO
Digital Strategy Advisory Group Work Plan – 2018-Q1 2019
- DRAFT - FOR DISCUSSION - AUGUST 16, 2018 -

---

1. Background & Mission

Toronto Waterfront Revitalization Corporation (Waterfront) recognizes the importance of policy development and digital governance issues involved with its innovation and intelligent community initiatives. Waterfront Toronto is committed to working closely with government stakeholders, the public, academia and industry experts to establish and maintain the required policy and accountability frameworks that will be critical to the success of these initiatives.

1.1 Background

The Waterfront Toronto Digital Strategy Advisory Panel (the Panel) was formed in 2018 by Waterfront Toronto as an independent body to guide and inform the revitalization of the Toronto waterfront on issues of digital governance. The Panel is advisory to Waterfront Toronto management.

1.2 Mission Statement

The mission of the Panel is to provide objective, professional advice to ensure that ethical use of technology, accountability, transparency, protection of personal privacy, data governance, cyber security together with the opportunity for broad and equitable benefits to be accrued from the intellectual property and data, are addressed in a robust way to encourage innovation and economic development and preserve the public good.

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WATERFRONT TORONTO
Finance, Audit and Risk Management Committee Work Plan – 2017

DSAP Panel Mandate: **Note: Open Session Items are in blue, potential closed session items are in red. TBD or combined open/closed items are in purple.**	Aug 16/18	Oct 18/18	Dec 13/18	Jan 17/19	As required
(i) At least annually prior to March 31, review and approve the overall scope of the work plan for the panel.	Approve initial mandate Review Work Plan	Approve Work Plan through January, 2019			X
Policy Development					
(i) The Panel is formed, initially, to advise on developing policies and to make recommendations to Waterfront Toronto concerning Digital Strategy related to the Sidewalk Toronto initiative.	PDA Policy Discussion & MIDP guidance	Initial discussion on MIDP components	Initial discussion on MIDP content	Continued discussion and recommendati-ons re: MIDP content	
(ii) The Panel may provide advice relating to other initiatives that are consistent with the mandate of Waterfront Toronto, as set out in the Toronto Waterfront Revitalization Corporation Act, 2002, and that are within the Designated Waterfront Area.					X
Project Reviews					
The Panel is expected to review a wide range of projects and initiatives, including: • Telecommunications network proposals (including, but not limited to, fibre deployments, 5G deployments, public WiFi, etc. • Sensor deployments and other data-gathering efforts • Infrastructure software, including middleware and identity management systems • Waterfront-wide and location specific digital applications • Pilot initiatives of new/emerging technologies		Product deputations from SWL and affiliates.	Product deputations from SWL and affiliates.		X

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Other Activities In addition to project reviews, the Panel will act as an advisor to Waterfront Toronto on related issues, such as requests for proposals, innovation procurement, contracts and scopes of work, charrettes and workshops, pilots and temporary installations or events. The Panel may provide advice in the following areas:						
(ii)	Review of related initiatives applications circulated by other stakeholders The Panel may be asked to review relevant digital initiatives being considered for implementation in the Designated Waterfront Area by government stakeholders.	Direction re: Civic Labs	Review of Report from October Civic Lab - Discussion re: future Labs	Review of Report from November & December Civic Labs -		X
(iii)	Advice on proposal calls The Panel will provide advice to Waterfront Toronto on the innovation/digital/data components of requests for proposals calls, either as part of the initial developer selection process or upon selection of a development team, as requested.					X
(iv)	Knowledge Sharing Waterfront Toronto may bring information items, such as corporate strategies and communications plans, to the Panel for their information and/or review as deemed appropriate by Waterfront Toronto staff. Similarly, Panel members may share information items, such as the results of work they have been involved in, with the Waterfront Toronto for consideration in its policies and long-range visioning.	Direction re: White Paper Series				X

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SIDEWALK TORONTO

Responsible Data Use Policy Framework

1 May 2018
Version 0.2

WATERFRONTToronto

SIDEWALK LABS

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Responsible Data Use Policy Framework

Version 0.2

Sidewalk Toronto is a joint effort by Waterfront Toronto and Sidewalk Labs to create a new kind of complete community on Toronto's waterfront that combines cutting-edge technology and forward-thinking urban design to help address major challenges of urban growth, from sustainability to affordability to economic opportunity. We believe Sidewalk Toronto can provide a global model for future cities to build on.

Data has an important part to play in bringing this vision to life. First, data can power tools that improve the day-to-day operation of a neighbourhood and make it more responsive to local needs. Second, access to data can enable the community—including researchers, startups, civic organizations, and residents—to develop new tools and services for itself, creating a virtuous cycle of urban innovation.

Cities—and businesses operating in cities—have long collected data to help address challenges and provide better services, from mapping the spread of disease to fielding noise complaints via 311 to monitoring public safety with closed-circuit cameras. Often, these efforts happen in the absence of a meaningful public dialogue or policy framework, leaving people with valid concerns about the impact on their personal privacy.

So while privacy concerns around urban data are not new, we believe that Sidewalk Toronto has a unique opportunity—and a core responsibility—to innovate not just on how data will be used, but on how its use will be governed.

Process and Guiding Principles

The Sidewalk Toronto planning process will result in a "Master Innovation and Development Plan," released at the end of 2018, that will lay out detailed programmatic plans for the waterfront. One important component of the plan will be a Responsible Data Use Policy, which will govern the collection and use of data.

To help develop this policy, and to receive guidance on a full range of issues relating to responsible data use, Sidewalk Toronto has convened a Data Governance Advisory Working Group made up of independent experts and community representatives. This group will work alongside other project advisors, including Dr. Ann Cavoukian, three-term Information and Privacy Commissioner of Ontario; Chantal Bernier, former interim Privacy Commissioner of Canada; and Waterfront Toronto's Digital Strategy Advisory Panel.

Sidewalk Toronto's Responsible Data Use Policy will build on the strong foundation established by Canadian privacy laws and aim to realize their spirit and content more fulsomely than any other project to date, as well as building on recent recommendations by federal and provincial Canadian privacy regulators. It will be a product of ongoing, comprehensive engagement and consultation with Canadian experts, stakeholders, and the public—a living document that evolves with the project itself.

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Responsible Data Use Policy Framework

Version 0.2

Our early work with these advisors, together with feedback gathered as part of the Sidewalk Toronto public engagement process, has led to the development of a set of principles that will inform decisions on how the community's data and information is responsibly collected, stored, used, processed, and secured:

- **Beneficial purpose.** Data collection and use should be purposeful, intentional, and tightly connected to the ultimate benefit that we are striving to achieve. We will not collect data for the sake of having data.
- **Transparent.** We will be transparent about what we are collecting and why, clearly explain the intended benefit of that data use, and communicate any changes.
- **Open.** Whenever possible and without compromising personal privacy, we will seek to make the data collected as part of Sidewalk Toronto open and accessible, with the goal to enable innovation and entrepreneurship.
- **Proactive engagement.** We will proactively engage the community on data use and will continue to listen and learn from the community as we grow and develop.
- **Community trust.** We want the community to trust that our projects, products, and services are developed with its needs in mind. Having good data-handling practices and minimizing breaches of trust is therefore integral to our development process.
- **People first.** Our people-first approach to responsible data use will apply Canadian values of diversity, inclusion, and privacy as a fundamental human right.

In addition, based on work with advisory groups and public feedback, we have determined that the Responsible Data Use Policy will have four main areas of focus:

1. **Privacy** is about individual control over how personal information is collected, used, and shared.
2. **Data stewardship** is about the use, control, ownership, and storage of data.
3. **Access to data** deals with questions of how broadly and on what terms data is made available.
4. **Data security** is about protecting data and minimizing the potential for breaches.

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Responsible Data Use Policy Framework

Version 0.2

Commitments and Open Questions

Our collaborative work on the first of these areas, privacy, has advanced sufficiently for us to make a number of commitments. Our work in the other areas remains in development but is being guided by some critical questions we continue to explore in consultation with the public and our expert advisory groups.

Privacy

Privacy is about individual control over how personal information is collected, used, and shared. Different rules and protections may apply to different kinds of data, depending on the extent to which individuals can be identified from the data. Sidewalk Toronto will, however, implement appropriate guidelines and policies governing the use of all data, including data that is not personal information, such as environmental data.

With respect to privacy, Sidewalk Toronto makes the following commitments:

- **We will always inform individuals of how and why their personal information is being collected and used, and we will do so in a way that is proactive, clear, and easy to understand.**
- **We will embed data privacy into everything we do from the very start, an approach known as Privacy by Design.**
- **If a service to which you opt in requires individual identification, you will have meaningful control over how your information is used. Otherwise, data that includes personal information will be "de-identified" by default—anonymized and designed not to trace back to any individual.**
- **We will seek meaningful consent from individuals and honour their choices.**
- **We will conduct privacy impact and threat risk assessments to help ensure that privacy and security risks are identified and adequately addressed in the design of new technologies and programs.**
- **We will publish summaries of the privacy implications of key initiatives in advance, as guided by the Data Governance Advisory Working Group.**
- **We will not sell personal information to third parties, or use it ourselves for advertising purposes.**

In addition to these commitments, we continue to explore several questions related to privacy, including:

- *What does "meaningful consent" look like with data collected in the public realm—for instance, with cameras located at intersections to help improve street safety?*
- *Are there some types of collection and uses of personal information that should never be considered?*
- *How can we plan to improve digital literacy so all stakeholders—including individuals, government, and companies—better understand the benefits and their choices?*

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Responsible Data Use Policy Framework

Version 0.2

Data Stewardship

Data stewardship is about the use, control, ownership, and storage of information. It includes considerations such as governance (who oversees decisions related to data use), data residency (where data is stored), and usage terms (how data is licensed or shared). A strong policy on data stewardship must thoughtfully balance public and individual interests.

The questions on data stewardship that we are exploring include:

- *What are some conventional approaches to data ownership in cities, and what are their strengths and weaknesses?*
- *What responsibilities come with "owning" data (such as security or infrastructure maintenance)?*
- *What are the technological, economic, and security-related advantages and disadvantages of requiring data to be stored in Canada?*
- *Are there viable innovative models of governing urban data, such as establishing a non-profit data trust that oversees decisions?*
- *If an independent entity such as a data trust were to exist, what impact might that review process have on the speed of innovation?*

Access to Data

Access to data deals with questions of how broadly and on what terms data is made available. Open access encourages participation, innovation, learning, and improvements in all aspects of public life while also discouraging lock-in around specific products or companies (including our own). To achieve that goal, Sidewalk Toronto envisions a digital platform governed by open standards, providing well-designed, well-documented, and well-supported APIs to third-party developers.

The questions on access to data that we are exploring include:

- *What processes should be used to decide what data is made public, and how can these processes address privacy and public safety concerns?*
- *How could an open data protocol for Sidewalk Toronto complement the city's existing Open Data Catalogue?*
- *How do we encourage a vibrant startup community while making sure it uses data in ways that benefit neighbourhoods?*
- *What is the right balance to strike between making data broadly available and ensuring that entrepreneurs have the necessary incentives to set up shop and develop intellectual property as part of Sidewalk Toronto?*

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Responsible Data Use Policy Framework

Version 0.2

Data Security

Data security is about protecting data and minimizing the potential for breaches. We will work with best-in-class security solutions and partners to protect data that has been collected, and require anyone who uses this platform to meet the same high standard of security. We will welcome third-party audits of our security and de-identification protocols.

The questions on data security that we are exploring include:

- *What are strategies for achieving both open digital infrastructure and best-in-class security?*
- *How do we make our systems easily auditable and transparent?*
- *How do we enforce a rigorous security policy without creating a barrier to entry for startups?*
- *What type of transparency should exist around security threats or breaches?*

Share Your Thoughts

We welcome your comments, questions, and feedback on this policy framework at one of our upcoming Sidewalk Toronto public consultation programs or via email at privacy@sidewalktoronto.ca.

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Pages 534 to 573
are withheld
pursuant to paragraphs
20(1)(b), 20(1)(c) and 20(1)(d)
of the *Access to Information Act*

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Les pages 534 à 573
Font l'objet d'une exception totale
conformément aux dispositions des
paragraphes
20(1)(b), 20(1)(c) et 20(1)(d)
de la loi sur l'accès à l'information

ATIA - 21(1)(a)
ATIA - 21(1)(b)

WEEKLY CALL WITH WATERFRONT TORONTO
KEY POINTS
Monday, November 25, 2018

AG Report

[redacted]

Civic Lab

- Civic Lab went well. We look forward to seeing the facilitator's report.
- Any major take-aways for you or the DSAP? Did anything surface in the discussion that surprised you?
- There was a diversity of perspectives – are you satisfied that we are capturing the right audience through this engagement – or are we just winding up with the usual suspects?

[redacted]

IP Civic Lab (January TBC)

- We'll work to bring a federal presence to the IP civic lab in January. If you can give us some specifics in terms of themes/topics/issues/substance that would help us to bring in the right person/people.

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MaRS Data trust event Tues, Nov 27th

- Data trust is at the heart of the data governance aspect of the project. It's important that we get this right.
- A colleague from our SCC directorate had received an invitation and is attending. Shawn will also be there.
- For events focused in policy issues, including such as this, important that I and my team are aware and are given the opportunity to be present.

Port Lands Groundbreaking Wed, Nov 28th

- As mentioned last week. Minister Champagne will be at the event. Everything looks like it's a go on our end. [redacted]

MIDP

- Still looking to organize ADM level visits in the near future with T.O. and MOI.
- I understand Nancy has reached out to Waterfront regarding coordination.
    - [*As host, suggestion is that WT may be best placed to organize but INFC happy to step in as needed*]

SWL Public Roundtable #4 Sat, Dec 8th

- Thanks for sharing the materials for this.
    - *See attached the deck for breakout session #4 – Responsible Data Use.*
    - *Other breakout sessions address Site Plan and Transportation; Housing Affordability; and Sustainability*
- Can you just briefly walk us through the set-up for the RT?
- Will WT be presenting the MIDP evaluation framework?
- Nancy and Shawn planning to attend.

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ATIA - 21(1)(a)
ATIA - 21(1)(b)

WEEKLY CALL WITH WATERFRONT TORONTO
KEY POINTS
Monday, December 3, 2018

AG Report

[redacted]

Upcoming SWL Meetings in Ottawa

[redacted]

MIDP Deep Dive

- Thank you for agreeing to take on coordination. [redacted]

MIDP "Summit"

[redacted]

Civic Lab

[redacted]

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[redacted]

- We intend to participate again at the next Lab(s) on data localization and monetization, [redacted]

MaRS Data Trust event (Nov 27th)

- What are the next steps?

[redacted]

SWL Public Roundtable #4 Sat, Dec 8th

- As mentioned, Shawn and Nancy will be at the roundtable, participating in sessions dealing with data governance.

[redacted]

DSAP December 13th

[redacted]

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ATIA - 21(1)(a)
ATIA - 21(1)(b)

WEEKLY CALL WITH WATERFRONT TORONTO
KEY POINTS
Monday, January 7, 2019

Nov-December re-cap

- 2019 ended in a busy way. To re-cap, since the Nov 13th IGSC we saw:
    - The first Civic Lab event was held on Nov 23rd,
    - MaRS conducted its digital trust workshop on Nov 27th,
    - the Flood Protection Project had its groundbreaking ceremony on Nov 28th,
    - The OAG released its value-for-money audit of the corporation on Dec 5th
    - The Board adopted the 5-year Strategic Plan on Dec 6th
    - The Province acted on making changes to the Board on Dec 7th
    - The 4th Public Roundtable on Quayside was held with Sidewalk, on Dec 8th
    - Together with MOI and the City we held our first deep-dive with you and Sidewalk reps on Dec 10th to look more closely at what at Sidewalk proposals in the MIDP Mobility and Sustainability Pillars, and
    - The DSAP continued its work – meeting again on Dec 13th to look critically at some of the innovations SWL is prototyping for Quayside

AG Report

- Both the report and the official responses to it have been in the public domain for about a month now. [redacted]

- Are you establishing a work plan to deal with any specifics arising from recommendations that were aimed at the Corporation?

[redacted]

MIDP timeline and next Deep Dive

- I appreciated the meeting we had on Dec 10th, where we looked more closely at the MIDP's Mobility and Sustainability proposals. I look to meeting again on Jan 15th. Which Pillar areas we will be looking at when we meet?

- Where does the timeline for delivering a complete draft MIDP currently stand?

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[redacted]

Upcoming SWL / WT meetings with Senior officials

- Deputy Minister Kelly Gillis will have a call with Micah Lasher on January 16th. This is the call that was supposed to take place prior to the holidays but was postponed due to schedules. [redacted]

- Kelly's office is also arranging to meet one-on-one with federally-appointed board members in Toronto the week of January 14th. A meeting is confirmed with Jeanny Shimh on January 18th.

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MIDP "Summit"

[redacted]

Next Civic Lab and MaRS Data Trust Primer document

- Do we have a date for next Civic Lab? I recall we were looking at sometime between Jan 21 -25 to hold the next one.
- What will be the focus of the next Lab? Intellectual property? Data monetization? Civic data trusts? Digital justice? It's important that we know so that we can line-up the right representation from our side.
- We haven't yet seen the MaRS Primer on data trusts. [redacted]

DSAP January 17th

- How did you find the DSAP meeting that took place on Dec 13th? We saw that Sidewalk presented a data use case that it has field-tested as well as future data use cases for illustrative proposes. [redacted] I further understand that Sidewalk tabled a number of detailed responses to written questions that had provided in advance by panel members.

[redacted]

- What will be the focus when DSAP again meets on Jan 17th?

Communications Strategy Update

[redacted]

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ATIA - 21(1)(a)

ATIA - 21(1)(b)

WEEKLY CALL WITH WATERFRONT TORONTO
KEY POINTS
Monday, February 4, 2019

Debrief of Micah Lasher call

[redacted]

Next ADM Deep-Dive / Roundtable

[redacted]

ETHI Committee appearance – Feb 21st

[redacted]

Civic Lab – Feb 13th

[redacted]

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- Shawn and Nancy will be attending and I understand that ISED will also be sending a representative *(Charles Taillefer, Director, Privacy and Data Protection Policy Directorate)*

IGSC – March 22nd

[redacted]

AG report

[redacted]

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ATIA - 21(1)(a)
ATIA - 21(1)(b)

WEEKLY CALL WITH WATERFRONT TORONTO
KEY POINTS
Monday, February 11, 2019

Chair appointment

[redacted]

Next ADM Deep-Dive / Roundtable

[redacted]

ETHI Committee appearance – Feb 21st

[redacted]

Feb 13th Civic Lab / Feb 14th DSAP

[redacted]

CEO Search

[redacted]

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PLFP Monthly Program Dashboard - as of January 31st, 2019

Issued: February 15th, 2019

PROGRAM SUMMARY

Waterfront Toronto is tracking the progress of the Port Lands Flood Protection (PLFP) Program and is proceeding in accordance with the contractual budget and schedule obligations. Schedule and budget risks are being closely monitored to ensure program delivery.

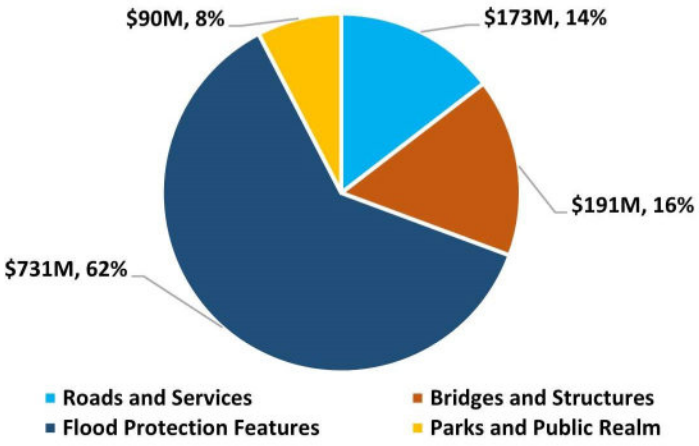
STATUS SUMMARY



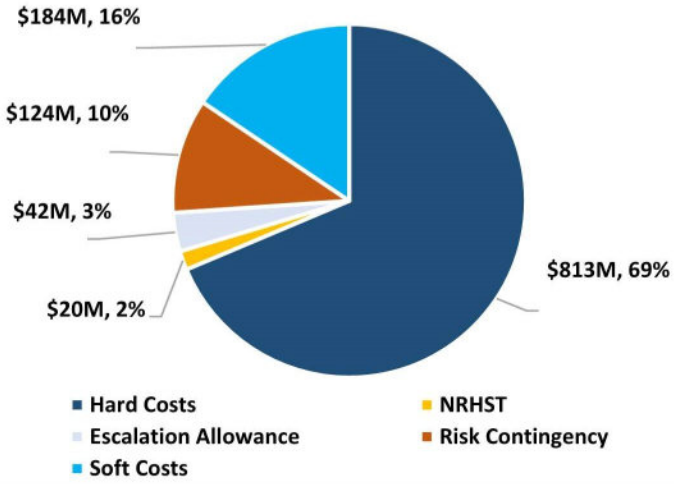
NOTE: While the contractor is currently reporting schedule delays on individual projects, the end date for the delivery of the Port Lands Program remains unchanged. In addition, Waterfront Toronto is in the process of adjusting the overall program schedule to mitigate schedule risks that are being reported.

PROGRAM BUDGET ALLOCATION (Based on 30% Design Estimates)

Program Cost ($1.185B)



Program Budget by Cost Category ($1.185B)



FINANCIAL SUMMARY

Project Name	Due-Diligence Budget ($M)	Approved Changes ($M)	Approved Budget ($M)	Total Commitments ($M)	Anticipated Commitments	Estimate At Completion ($M)	Variance to Approved Budget ($M)	Costs Incurred to Date ($M)	% Complete to Date
Commissioners St. West to New Cherry St.	$ 18.00	$ 8.00	$ 26.00	$ 4.13	$ 21.87	$ 26.00	$ -	$ 0.90	3%
Commissioners St. East to Saulter St.	7.00	(1.35)	5.65	1.15	4.50	5.65	-	0.34	6%
Cherry Street Re-alignment	22.00	14.26	36.26	6.45	29.81	36.26	-	2.82	8%
Don Roadway North	7.00	9.82	16.82	1.64	15.18	16.82	-	0.57	3%
Hydro One Integration	12.00	(3.63)	8.37	1.98	6.39	8.37	-	0.35	4%
Site Wide Municipal Infrastructure	102.00	(22.54)	79.46	13.83	65.63	79.46	-	3.75	5%
Cherry Keating-Cherry Street Bridge North	55.00	(14.99)	40.01	8.22	31.79	40.01	-	3.44	9%
Cherry Polson-Cherry Street Bridge South	42.00	(3.63)	38.37	10.02	28.35	38.37	-	4.31	11%
Commissioners Street Bridge/Don Roadway	43.00	5.30	48.30	8.31	39.99	48.30	-	3.23	7%
Lakeshore Road & Rail Bridge Modifications	19.00	41.46	60.46	3.98	56.48	60.46	-	1.25	2%
Old Cherry St. Bridge Demolition	4.00	(0.38)	3.62	0.83	2.79	3.62	-	0.16	4%
River Valley System & Don Greenway	486.00	49.21	535.21	97.39	437.82	535.21	-	28.51	5%
Keating Channel Modifications	35.00	(7.54)	27.46	5.41	22.05	27.46	-	1.08	4%
Polson Slip North Side Naturalization	60.00	(10.76)	49.24	10.24	39.00	49.24	-	2.55	5%
Don Roadway Valley Wall Feature	27.00	(5.62)	21.38	5.90	15.48	21.38	-	1.32	6%
Eastern Avenue Flood Protection	5.00	(0.64)	4.36	0.97	3.39	4.36	-	0.22	5%
East Harbour Flood Protection	5.00	(4.10)	0.90	-	0.90	0.90	-	-	0%
Flow Control Weirs	38.00	(16.22)	21.78	5.62	16.16	21.78	-	0.98	4%
Sediment and Debris Management Area	78.00	(18.97)	59.03	13.69	45.34	59.03	-	2.54	4%
Villiers Island Grading	28.00	(16.07)	11.93	2.60	9.33	11.93	-	0.87	7%
River Park North	23.00	(1.27)	21.73	5.43	16.30	21.73	-	1.99	9%
River Park South	27.00	(8.53)	18.47	5.87	12.60	18.47	-	2.06	11%
Promontory Park South	42.00	8.21	50.21	5.31	44.90	50.21	-	3.10	6%
Cumulative	**$ 1,185.00**	**$ -**	**$ 1,185.00**	**$ 218.99**	**$ 966.03**	**$ 1,185.00**	**$ -**	**$ 66.34**	**6%**

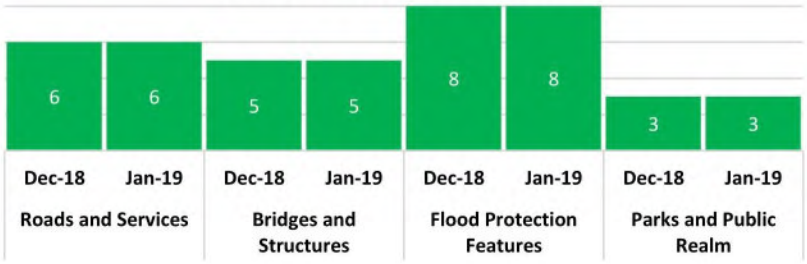
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PLFP Monthly Program Dashboard - as of January 31st, 2019

Issued: February 15th, 2019

PROGRAM BUDGET STATUS

Budget Status - by Segment



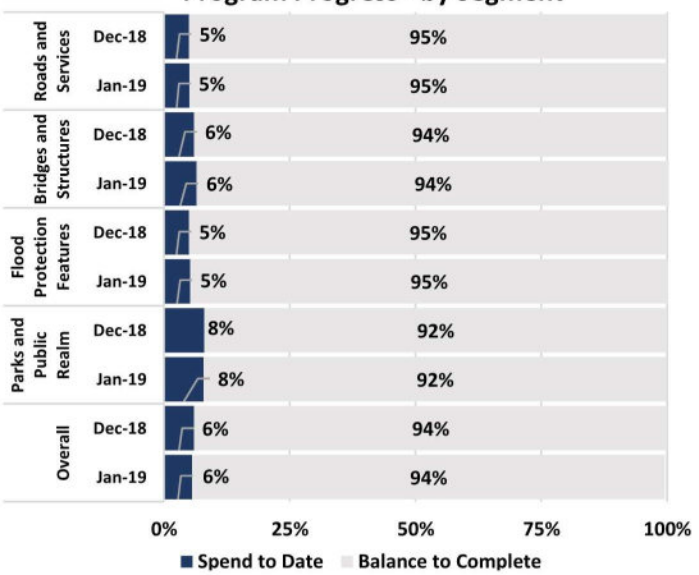
- Forecast to complete within approved budget
- Forecast to complete within 10% of approved budget
- Forecast to complete more than 10% over approved budget

Project Name	Status
BUDGET STATUS	
Roads and Services	●
Commissioners St. West to New Cherry St.	●
Commissioners St. East to Saulter St.	●
Cherry Street Re-alignment	●
Don Roadway North	●
Hydro One Integration	●
Site Wide Municipal Infrastructure	●
Bridges and Structures	●
Cherry Keating-Cherry Street Bridge North	●
Cherry Polson-Cherry Street Bridge South	●
Commissioners Street Bridge	●
Old Cherry St Bridge Demolition	●
Lakeshore Road & Rail Bridge Modifications	●
Flood Protection Features	●
River Valley System & Don Greenway	●
Keating Channel Modifications	●
Polson Slip North Side Naturalization	●
Don Roadway Valley Wall Feature	●
Eastern Avenue Flood Protection	●
Flow Control Weirs	●
Sediment and Debris Management Area	●
Villiers Island Grading	●
Parks and Public Realm	●
River Park North	●
River Park South	●
Promontory Park South	●
Cumulative	●

Commitments and Balance to Complete ($ Millions)

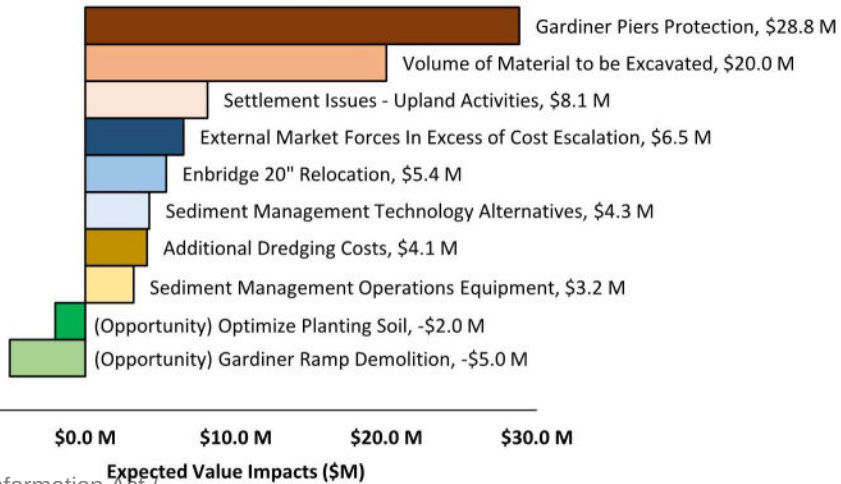


Program Progress - by Segment



KEY BUDGET RISKS & IMPACTS

Top Risks Impacting Project Cost



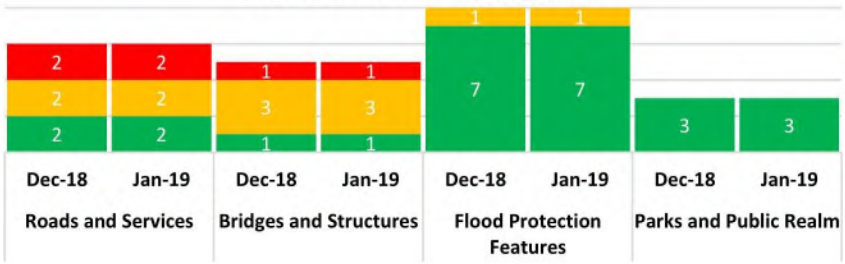
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PLFP Monthly Program Dashboard - as of January 31st, 2019

Issued: February 15th, 2019

PROGRAM SCHEDULE STATUS

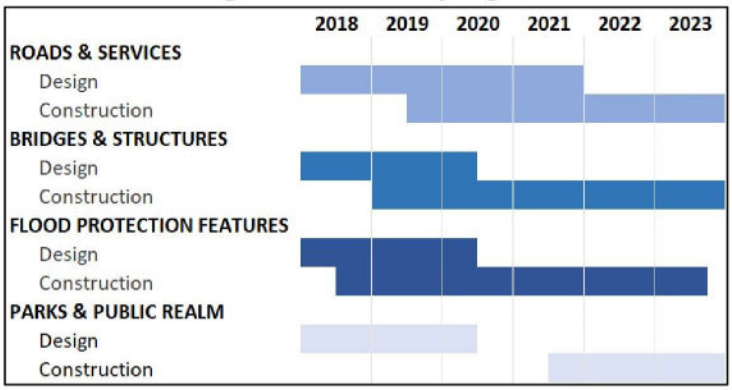
Schedule Status - by Segment



- On Schedule/0-1 months behind schedule
- 1-6 months behind schedule
- 6+ months behind schedule

Project Name	Status
SCHEDULE STATUS	
Roads and Services	
Commissioners St. West to New Cherry St.	
Commissioners St. East to Saulter St.	
Cherry Street Re-alignment	
Don Roadway North	
Hydro One Integration	
Site Wide Municipal Infrastructure	
Bridges and Structures	
Cherry Keating-Cherry Street Bridge North	
Cherry Polson-Cherry Street Bridge South	
Commissioners Street Bridge	
Old Cherry St Bridge Demolition	
Lakeshore Road & Rail Bridge Modifications	
Flood Protection Features	
River Valley System & Don Greenway	
Keating Channel Modifications	
Polson Slip North Side Naturalization	
Don Roadway Valley Wall Feature	
Eastern Avenue Flood Protection	
Flow Control Weirs	
Sediment and Debris Management Area	
Villiers Island Grading	
Parks and Public Realm	
River Park South	
Promontory Park South	
Cumulative	

Program Timeline - by Segment



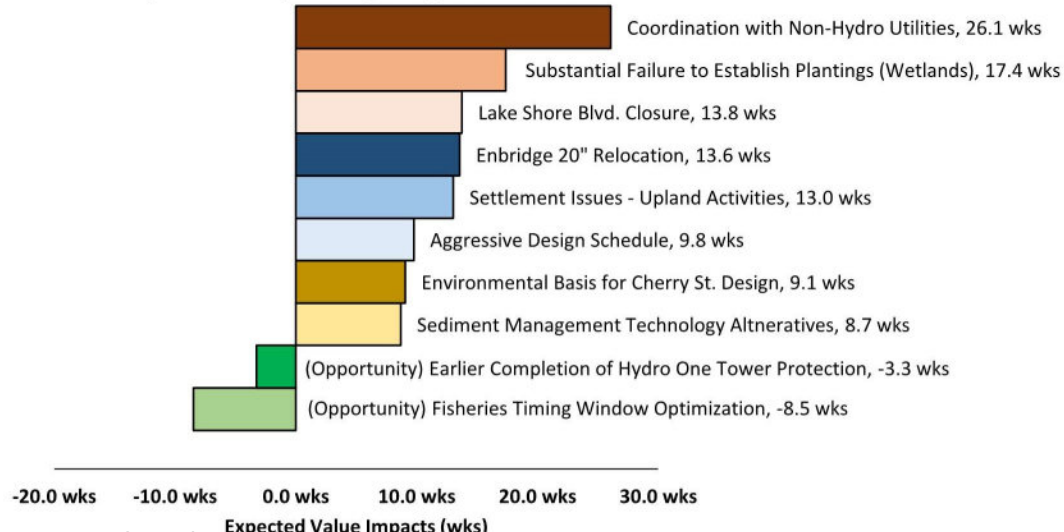
*Based on July 2018 program schedule which has not been updated to reflect 30% budget update.

Key Communications Milestones

Excavation Begins	January-19
Drop-In Centre Reopens	April-19
Public Meeting #3	June-19
Cherry Street Bridge North Begins	June-19
Commissioners Street Road Closes	October-19

KEY SCHEDULE RISKS & IMPACTS

Top Risks Impacting Project Schedule



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PLFP Monthly Program Dashboard - as of January 31st, 2019

Issued: February 15th, 2019

PROGRAM PROGRESS - KEY TASKS

Key Tasks To be Completed in Next 6 Months	January Completion	February Completion	March to May Completion	June to August Completion
▪ Completion Date ▪ Delayed From Last Report ▪ Original Date				
Permits/Design Approvals to be Secured				
MOECP: Permit to Take Water (PTTW) - Keating Channel (Cherry St Re-alignment)	√			
TRCA: Approval of Cherry Bridge N	√			
COT: Approval of Cherry St Design	90% Design			
DFO/COT: Permit for Cherry N Bridge and Bridge Demolition	√		√	
TRCA: Approval of New Cherry St	√		√	
Transport Canada: Approval of Cherry Bridge N, Keating Channel and Polson Slip	√			
Contracts to be Secured				
Bridges: Steel Structure Fabrication & Erection	√			
Cherry Bridge N: Deep Foundation	√		√	
Promontory Park: Earthworks		√		
Parks: Playground Design and Fabrication		√		
Cherry St Road Construction: North of Keating			√	
Program: Dewatering and Water Treatment System			√	
Design Phase Status				
Cherry St Re-alignment (Civil, Wet Utilities, Landscaping and Finishes)		100% Design	100% Design	
Water Treatment System & Baffle		100% Design		
All Bridges & Old Cherry St Demolition			100% Design	
Soil Management Operations			100% Design	
River Valley System & Don Greenway				100% Design
Cherry St South Bridge & Old Cherry St Bridge Demolition				100% Design
Construction Completion				
River Valley Shallow Excavation & Pilot Testing			√	
Geo/Environmental Boring Data			√	
Cherry St Road Work (Construction Start)			√	
Dewatering and Water Treatment Plant Implementation				√
Cherry St North Bridge (Construction Start)			√	

INDIGENOUS CONSULTATION

Completed To Date
- Mississaugas of the Credit First Nation (MCFN) Field Liaison Representative (FLR) Agreement signed by Waterfront Toronto
- MCFN FLR's participated in fish monitoring and salvage activities with TRCA in November
- Communications continue between Waterfront Toronto and Department of Consultation and Accommodation at MCFN
- Chief LaForme of the MCFN attended and spoke at the Port Lands Ground Breaking Ceremony on November 28th
Next Steps
- Waterfront Toronto and MCFN are continuing discussions on Draft MOU

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SITE PHOTOS



Figure 1
Investigation of Atlas Crane Foundation



Figure 2
Investigation of Atlas Crane Condition



Figure 3
Keating Channel Dock Wall Inspection



Figure 4
Asphalt Stripping



Figure 5
51-56 Commissioners Shallow Excavation



Figure 6
51-56 Commissioners Shallow Excavation

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Pages 589 to 598
are withheld
pursuant to paragraphs
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Les pages 589 à 598
Font l'objet d'une exception totale
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de la loi sur l'accès à l'information

Meeting with Michael Nobrega, Interim President and CEO, Waterfront Toronto
20 Bay Street, Suite 1310
September 6, 2018
1:00-2:00PM

Background

- You are meeting with Michael Nobrega, who took over as Interim President and CEO of Waterfront Toronto (WT) in July 2018 and represents WT on the Inter-governmental Steering Committee (IGSC).

- You may wish to give an overview of your goals as Chair of the IGSC for 2018-19 [redacted]

Key Points/Questions to Raise

- My principal goal as Chair of the IGSC is to ensure the Committee has a full picture of where Waterfront initiatives have been and where they are going. [redacted]
- [redacted]
- [redacted]
- As Chair I also I want to ensure we're using IGSC to have truly substantive discussions. [redacted]
- [redacted]
- How have you found your experience to date as interim CEO and President? Do you see any particular challenges, or have specific goals of your own while you occupy this position?

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Biography



Michael Nobrega has been Chair of the Board of Directors of Ontario Centres of Excellence (OCE) since 2012, previously serving as a member since 2007. He is former President and CEO of the Ontario Municipal Employees Retirement System (OMERS), one of Canada's largest pension plans with more than $95 billion in assets. In mid-2014, Mr. Nobrega was appointed to chair of the Expert Panel on the restructuring and refinancing of the 750,000 square feet of the MaRS West Tower in the MaRS Discovery District in Toronto. He was also appointed by the provincial government as chair of the Expert Panel on the refurbishment of the 1.2 Million square feet MacDonald block in downtown Toronto. A veteran financial and investment executive with more than 30 years' experience, he previously served as President and CEO of OMERS' wholly owned subsidiary, Borealis Infrastructure Management Inc., an investment entity that originated and structured infrastructure investments for the OMERS pension fund. Prior to Borealis, Mr. Nobrega was a tax partner at Arthur Andersen, a major international accounting firm. Mr. Nobrega holds an Honours BA from the University of Toronto. He also holds a chartered accountancy designation from the Institute of Chartered Accountants of Ontario and the Canadian Institute of Chartered Accountants. In 2009 Mr. Nobrega was named a Fellow of the Institute by the Institute of Chartered Accountants of Ontario.

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BRIEFING NOTE TO THE MINISTER

APPOINTMENT OF THE TRI-GOVERNMENT CHAIR OF THE WATERFRONT TORONTO BOARD OF DIRECTORS

(For Signature)

PURPOSE

- The purpose of this note is to seek your signature on the attached Ministerial Appointment letter (**Annex A**) for the appointment of Stephen Diamond as Chair of the Board of Directors for Waterfront Toronto.

KEY CONSIDERATIONS

- Stephen Diamond was appointed by Toronto City Council as a Director of the Waterfront Toronto Board of Directors in April 2016 to hold office during a term of three years. Mr. Diamond's Biography is attached as **Annex B**.

- Government partners for the Toronto Waterfront Revitalization Initiative have communicated their agreement regarding Mr. Diamond as the tri-government appointed Chair of the Waterfront Toronto Board of Directors for a three-year term, starting March 15, 2019.

KEY BACKGROUND

- Waterfront Toronto's Board of Directors is composed of 12 members (four each appointed by the Government of Canada, the Province of Ontario and the City of Toronto) and a Chair that can be jointly appointed by the three orders of government.

- The previous Chair (Helen Burstyn, a provincial appointee) was not tri-government appointed, but rather by majority vote from amongst Waterfront Toronto's Board members, as is permitted under Waterfront's founding legislation. Ms. Burstyn left the Board in early December 2018 following the actions of the provincial government in the wake of the Ontario Auditor General's report on Waterfront Toronto. Since her departure, the role of Chair has been served in an acting capacity by federally-appointed member Janet Rieksts-Alderman.

- The tri-government appointment of Mr. Diamond will create a municipal vacancy on the Board that Toronto City Council will look to fill along with other upcoming municipal vacancies in the spring.

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- The three orders of government are to each give effect to Mr. Diamond's term as Chair through their respective appointment processes for Waterfront Toronto Board members. In the case of Infrastructure Canada this is through a Ministerial Appointment.

- The enclosed letter of Appointment was produced in collaboration between Infrastructure Canada (Investment, Partnerships and Innovation Branch; Portfolio Coordination Unit) and Transport Canada Legal Services.

- Your signature of the letter would help to ensure that we are aligning with the appointment processes of the other two orders of government, and signal to them our readiness to notify Mr. Diamond of his appointment

RECOMMENDATIONS/NEXT STEPS

- It is recommended that the attached Ministerial Appointment letter be approved and signed. Upon your approval, the Department will withhold transmittal of the letter until the other government partners have confirmed their readiness to notify Mr. Diamond of his appointment.

- Upon receipt of such confirmation, Infrastructure Canada will transmit the signed Ministerial Appointment letter to Mr. Diamond, with copies forwarded to the Acting Board Chair; the Interim President and CEO of Waterfront Toronto; and the General Counsel for Waterfront Toronto.

[redacted]

Kelly Gillis
Deputy Minister
Infrastructure and Communities

Feb 22/19
Date

✓ I approve. ___ I do not approve. ___ For discussion.

The Honourable François-Philippe Champagne, P.C., M.P.
Minister of Infrastructure and Communities

FEB 2 2 2019
Date

Attachments:
Annex A – Ministerial Appointment Letter
Annex B – Biography of Stephen Diamond

WebCIMS #: 49976

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Minister of Infrastructure
and Communities

Ministre de l'Infrastructure
et des Collectivités

Ottawa, Canada K1P 0B6

PROTECTED A

Mr. Stephen Diamond
President and CEO
Diamond Corp
22 St. Clair Avenue East
Suite 1010
Toronto ON M4T 2S3

FEB 2 2 2019

Dear Mr. Diamond:

I am pleased to inform you that you have been appointed jointly by the Lieutenant Governor in Council, by the council of the City of Toronto, and by myself the Minister of Infrastructure and Communities Canada, pursuant to section 5 of the *Toronto Waterfront Revitalization Corporation Act, 2002*, as chair of the board of directors of the Toronto Waterfront Revitalization Corporation, to hold office for a term of three years, effective March 15, 2019 and expiring on March 14, 2022.

Please accept this appointment with my best wishes that your tenure of office will be successful.

Yours sincerely,

The Honourable François-Philippe Champagne, P.C., M.P.
Minister of Infrastructure and Communities

c.c. Ms. Janet Rieksts-Alderman, Acting Chair, Board of Directors, Waterfront Toronto

Mr. Michael Nobrega, Interim President and Chief Executive Officer, Waterfront Toronto

Mr. Ian Beverly, General Counsel and Corporate Secretary, Waterfront Toronto

Canada

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ANNEX B

Stephen Diamond
Director, Waterfront Toronto



Appointed by the City of Toronto in April 2016, Stephen Diamond is President and CEO of DiamondCorp, a Toronto based real estate development company and manager of the Whitecastle New Urban Fund 1, 2, and 3. Collectively the company has been involved in the creation of over 12,000 residential units and in excess of 11 million square feet of residential, office and retail gross floor area under development in the Greater Toronto Area.

Mr. Diamond has established a reputation for creating value for investors, while delivering well designed, innovative residential and mixed use developments. Prior to the creation of DiamondCorp, Mr. Diamond served as partner at the law firm McCarthy Tetrault where he was head of the Municipal Law and Planning Group.

Mr. Diamond currently sits on the Board of Directors of Sunnybrook Hospital, the Partnership to Advance Youth Employment [PAYE] and is a Director of the Jewish Foundation Board of Trustees. He also sits on the Advisory Council for the Board of Trade, Ryerson City Building Institute, ULI Advisory Board and City of Toronto Youth Advisory Panel.

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Inter-Governmental Steering Committee Meeting

November 13, 2018



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ATIA - 21(1)(a)
ATIA - 21(1)(b)

Infrastructure Canada

PROTECTED B

SCENARIO NOTE

Toronto Waterfront Revitalization Initiative – Intergovernmental Steering Committee

Date/Time:	November 13, 2018, 2:30 -4:30pm	
Location:	In-person and by teleconference at Toronto City Hall 24E	
Subject:	Intergovernmental Steering Committee (IGSC) between Infrastructure Canada, the Ontario Ministry of Infrastructure, the City of Toronto and Waterfront Toronto (WT)	
Participants:	**INFC** Kelly Gillis Glenn Campbell Shawn Tippins (Others TBC) **Ontario Ministry of Infrastructure** Scott Thompson (Deputy Minister) Adam Redish (Assistant Deputy Minister) Wendy Ren Cam Whitehead Catalina Manning (Others TBC)	**City of Toronto** Chris Murray (City Manager) Lou Di Gironimo (Deputy City Manager, Cluster B) David Stonehouse (Director, Waterfront Secretariat) Jay Paleja (Manager, City Manager's Office) Siri Agrell (Special Assistant, Mayor's Office) **Waterfront Toronto** Michael Nobrega (A/ CEO) Marisa Piatelli (Chief Strategy Officer) Meg Davis (Chief Development Officer) David Kusturin (Chief Project Office) Lisa Taylor (Chief Financial Office) Edward Chalupka (Government Relations) Kristina Verner (VP, Innovation, Sustainability & Prosperity)

Departmental Objectives

- There are no decision items outside of approval of previous meeting minutes.
- IGSC will allow INFC officials to receive updates and discuss the next steps regarding the following agenda items:
  - Quayside
  - Port Lands Flood Protection
  - WT's 5-year Plan
  - WT Financial Update - focus on Ontario Auditor General (AG) Report

[redacted]

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[redacted]

Stakeholder Objectives

[redacted]

Context

- A meeting agenda for the quarterly IGSC can be found in **Annex 1**. You chaired the last IGSC meeting in Toronto on September 6, 2018 – see meeting Minutes under **Annex 2**.

Quayside

Quayside MIDP Update & Approach to Evaluating the MIDP

- This presentation contains both an upfront context piece from WT that overviews the MIDP as well as a piece outlining WT's proposed MIDP Evaluation Framework approach. These can be found in **Annex 3a**.

- In terms of overview, the MIDP will be formatted in three volumes, as follows:

  1. Development Plans at three scales;
  2. Pillar Deep Dives and Innovation Ideas;
  3. Business Terms, Financial Model, Roles & Responsibilities, Policy Impacts, Implementation

- We have been told that the individual chapters are in various states of readiness, with some further along than others. [redacted] WT has signalled to governments its concern about current timelines for completion, suggesting that a complete draft will likely not be ready for governments to preview in January as was previously suggested.

- The context piece is in response to our requests to WT to produce an overview of key MIDP issues, how these will be gated and how each issue may impact the different orders of government. Aside from a development schedule provided on slide 5, slide 11 of the document gives a sampling of legislative and regulatory areas that may need to be considered, broken-down by pillar area and

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order of government. These are followed by more granular examples at the provincial and municipal levels.

- WT is in the process of creating a framework against which the MIDP will be evaluated, including but not limited to WT's existing corporate objectives as well as those that were set out in the original RFP. WT envisions applying both quantitative and qualitative measures, as well as a 3rd party peer review (private sector consultancy) across the entire scope of the MIDP.
- The framework proposes a series of MIDP implementation requirements ("must do's") around: public engagement commitments; data privacy and governance (e.g., creation of project-specific policies and protocols); local developer engagement; design excellence; and partnership model (e.g., revenue sharing and IP).
- The framework also sets targets and desired outcomes for MIDP "pillar" objective around: economic development; affordable housing; digital platform; sustainability; mobility; public realm; buildings; and, community services. Within these groupings, WT is proposing five "must have" priorities with respect to success of the MIDP: (1) job creation; (2) climate positive; (3) affordable housing; (4) new mobility; (5) innovations (*to be further defined by WT*).
- The deck being presented to IGSC forms a starting point for discussions on an approach to evaluating the MIDP, which is expected to be a dense and complex document. WT is aiming to finalize this framework approach by the end of November for possible public release at the Public Roundtable #4 on December 8th.



Digital Strategy Advisory Panel (DSAP) – activities and way forward

- WT short brief on DSAP update can be found in **Annex 3c**.

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- The DSAP last met on October 18th. It was the first meeting since the resignation of panel member Saafia Muzzafar. At the meeting, SWL outlined draft proposals for a Quayside digital governance framework – see also **Annex 3c**. The proposals focused on the following key components:
    - Responsible Data Use (RDU) Guidelines – application of the guidelines to all parties in Quayside, not just SWL, to put personal privacy and the public good first while fostering innovation
    - Civic Data Trust – an independent entity to control, manage and make publicly accessible all data that could reasonably be considered a public asset….move away from entities, including SWL, solely owning and controlling these assets
    - Responsible Data Impact Assessment (RDIA) – all entities proposing to collect or use urban data, including SWL, will have to file an RDIA with the Trust that is publicly available and reviewable
    - Open Standards – SWL will base its technology on open standards….so anyone can plug in or compete

- DSAP members sought clarity and challenged elements of the proposed SWL approach. Highlights from this session are as follows:
    - The data trust proposal is generally viewed favourably although other possible solutions should continue to be explored;
    - A data-related pilot should be launched in order to take a small aspect of the proposal out of the abstract and give the public a tangible sense of what this project will mean for them;
    - Data collected at Quayside by SWL should be housed in Canada contrary to Sidewalk's arguments against data localization (e.g., no legal requirement; more resilient infrastructure found elsewhere) which members found unconvincing; and
    - More time is needed to develop a credible MIDP (a consultation draft is currently slated for public release in spring 2019).
- Subsequent to the meeting, DSAP established four sub-working groups. These will more closely examine data trusts, data literacy issues and another will look at IP aspects of the SWL digital governance proposal.

[redacted]

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Port Lands Flood Protection (PLFP) and Cherry Street Lakefilling Projects

- WT presentation documents (portfolio and project-level dashboards) as well as a one-pagers from INFC-POB on PLFP and Cherry Street can be found in **Annexes 4a-4c**. The recently executed terms of reference for the INFC-WT Oversight Committee may be found under **Annex 4d** as well.

- Work on the PLFP Project is progressing on schedule and WT has commenced site mobilization. Costs incurred as of September 30, 2018 are $48M. [redacted]

- The INFC-WT Oversight Committee held their first meeting on September 21, 2018. A second Oversight Committee was held on October 25, 2018. The Oversight Committee Terms of Reference were executed on October 24, 2018.

- The Cherry Street Project is progressing on schedule. Rock anchor installation for dockwall at Cell 1 confinement is now completed. Relocation of inner berm to the future Cherry Street ROW is also completed. RFP is closed for Hydroseeding, Tree Planting and Landscaping, and is now under review prior to awarding the contract. Work that is ongoing/to be completed in the next period includes:
    - Preparatory works for installation of underlayer stone over corestone ongoing;
    - Awarding the Hydroseeding, Tree-planting and Landscaping package;
    - Ongoing lakefilling in Cells 2 and 3;
    - Installing cap beam formwork and rebar on completed combi-wall;
    - Completing installation of underlayer stone over corestone at the Revetment; and
    - Commencing lakefilling for Cell 1.

WT 5-year Strategic Business Plan

[redacted] The Plan is expected to be adopted by the Board of Directors on December 6.

- WT is required by legislation to deliver a 5-year business plan covering the fiscal periods 2019/20 to 2023/24, which requires Board approval by end of December. The Plan itself does not require the approval of the three orders of government.

- Characterized as a rolling 5-year Strategic Business Plan (i.e., will be updated on an annual basis as projects and initiatives evolve) the document covers the Corporation's objectives and plans to enhance the economic, social and cultural value of the land in the designated waterfront area.

[redacted]

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- **Spending**: calls for a total capital investment of $1.9 billion over the next five years as follows:
  - $1.5 billion towards WT's portfolio of existing projects (all funded); and
  - $400 million - raised mainly from philanthropic foundations, private donors and major corporate sponsors - for three signature opportunities (Jack Layton Ferry Terminal; Waterfront Walk; Adventure Playground) and two aspirational initiatives (iconic building that could house a Global Centre for Urban Science; Quayside). Approximately 50% of funds would be spent in this five-year strategic business plan cycle.

[redacted]

- WT must still also produce a Corporate Plan for 2019/20. This year it is included as a subset of the 5-year Plan.

WT Financial Update – Ontario Auditor General Report

[redacted]

- The report itself is 48 pages and contains 10 recommendations. 5 of which are deemed to be directed at MOI "in conjunction with its government partners" to improve project approvals, but also review WT's mandate to ensure it has the necessary authority to carry out its mandate and set

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performance measures for WT. We understand the recommendations directed at government(s) to be as follows:

  - Work together to review WT's mandate with respect to its roles and responsibilities, with a view to ensuring it has the proper authorities both as a body for coordinating and driving revitalization activities. This should also look at streamlining overlapping mandates with other agencies that play a role in waterfront activities.
  - Implement a plan to ensure that revitalization activities are self-sustaining and that explores partnering with the private sector and seeking other sources of revenue.
  - Establish a framework to guide the development of funding decisions, and put in place a dispute resolution process.
  - Establish corporate (not project-level) performance measures and targets for WT related to the legislative mandate.

- A fifth recommendation concerning Sidewalk Labs/Quayside has been developed. However, at the request of the AG, MOI is not a liberty to disclose the recommendation at time of writing.

- MOI has taken the lead in drafting a response to the AG report, and is committed to sharing a draft with INFC and the City by mid-afternoon on Thurs, Nov 8. INFC will input to the process as more information becomes available.

- In August 2018 the AG's office circulated a "Factual Clearance" document, containing 149 statements as well as eight tables and six appendices, for comment by the three levels of government and WT. INFC provided considerable feedback, seeking to correct inaccuracies and, where needed, provide historical context where it was lacking in the AG narrative.

- IPI and INFC Communications are working together internally, as well as with tri-government partners, to position the federal government's public response to the Auditor's findings.

In-Camera

- No requests have been received to date on issues to raise in-camera, but will be guided by the specifics of the conversation over the preceding agenda items.

Annexes:

Annex 1: Agenda
Annex 2: Minutes from the September 6th
Annex 3: Quayside Update
  a. WT MIDP Evaluation Framework deck
  b. WT MIDP Dashboard
  c. WT DSAP update
  d. WT Communications Strategy deck
Annex 4: Port Lands Flood Protection
  a. WT Portfolio Dashboard
  b. WT Cherry Street Dashboard
  bi. INFC Cherry Street 1-pager
  c WT Port Lands Dashboard
  ci INFC Port Lands 1-pager
  d Port Lands OC Terms of Reference
Annex 5: Draft 5-Year Plan (October 17th version)
  a. IPI comments on 5-Year Plan (Nov 5th version)
Annex 6: WT Financial Update – AG Report: WT communications approach

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Pages 613 to 617
are withheld
pursuant to paragraphs
21(1)(a) and 21(1)(b)
of the *Access to Information Act*

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Les pages 613 à 617
Font l'objet d'une exception totale
conformément aux dispositions des
paragraphes
21(1)(a) et 21(1)(b)
de la loi sur l'accès à l'information

Agenda
Toronto Waterfront Revitalization Initiative IGSC
November 13, 2018

Toronto City Hall, 24th Floor large boardroom, East Tower, and by Teleconference
2:30 – 4:30 PM

[redacted]

1. **Welcome remarks and introductions** - Kelly Gillis, Deputy Minister, INFC (5 min)

2. **Approval of September 6, 2018 IGSC Minutes –** All (5 Min) – Decision Item

3. **Quayside –** WT Chief Development Officer Meg Davis (60 Min) – Information Item
   - *Approach to evaluating the MIDP*
   - *Dashboard; timeline & milestones*
   - *Digital Strategy Advisory Panel*
     - *Activities and way forward*
   - *Communications Strategy*

4. **Port Lands Flood Protection Update –** WT Chief Project Officer David Kusturin (10 Min) – Information Item

5. **Waterfront Toronto 5-year Plan –** WT Chief Strategy Officer Marissa Piattelli (20 Min) – Information Item

6. **WT Financial Update –** WT Chief Financial Officer Lisa Taylor (20 Min) – Information Item
   - *Provincial AG Audit Update*

7. **In Camera** – (10 Min)

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Final for IGSC Approval

Toronto Waterfront Revitalization Initiative
Intergovernmental Steering Committee
Meeting Minutes

September 6, 2018
2:30 to 4:00PM

Federal Representatives:	Kelly Gillis (chair), Glenn Campbell, Nancy Faraday-Smith, Shawn Tippins, Marie-Pier Nassif, Kathy Morin, Krishen Matharu, Brook Simpson, Alex Corbeil
Provincial Representatives:	Scott Thompson, Adam Redish, Wendy Ren, Andrew Roberts, Richard Sookraj
City of Toronto Representatives:	Chris Murray, Lou Di Gironimo, David Stonehouse, Gwen Mcintosh, Brett Howell
Waterfront Toronto Representatives:	Michael Nobrega, David Kusturin, Lisa Taylor, Meg Davis, Edward Chalupka, Kristina Verner

	ITEMS DISCUSSED	
1.	Welcome and Introductions	• Chris Murray was introduced as the new City Manager for the City of Toronto.
2.	Approval of Meeting Minutes	• Both the May 10 and July 20 IGSC minutes were approved, subject to minor edits to the May 10 minutes.
3.	Port Lands Flood Protection (PLFP) Update	• David Kusturin presented an update on both the Cherry Street Lakefilling quick-start and the Port Lands Flood Protection projects. • The Cherry Street project is currently under budget but is forecast to use its full allotted amount. The project is progressing on schedule, with 450-500 truckloads of fill being delivered per day. • For Flood Protection, the WT Board has approved $122M in soft costs, of which WT has spent $30M to date. WT noted that large monetary commitments are expected over the coming months as construction tenders are awarded and started. • Construction of the Flood Protect project began on July 1st. Some demolition work is underway in the area and excavation of the river and soil treatment are expected to begin in the next couple of months. The project is at 30% to 60% design and design work will continue to advance as construction begins. • WT outlined its 10 top-level current risks/opportunities that could impact project costs for Flood Protection. WT has

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		identified a mitigation plan for the top risk – the Gardiner Express Underpinning – which should reduce some $20 M of anticipated cost risk. • After the presentation, differences in risks identified in the PLFP Executive Steering Committee (ESC) dashboard against those outlined on slide 12 of the Port Lands presentation were noted, and WT was asked how the dashboard relates to the top-level risks outlined in the presentation. • WT responded that the deck reflects risks as of two weeks prior to this IGSC meeting; whereas the PLFP ESC dashboard was prepared in July; reporting reflects the highest level risk identified at the time of producing monthly reports. • **Action:** It was requested that updates provided to the IGSC be consistent with information presented in the dashboard; and to bring to the IGSC's attention anything that may affect the results, risks, or Key Performance Indicators, with the intention of providing the IGSC with advance awareness of issues. • Scott Thompson expressed support for this request. He also pointed to the PLFP Project Baseline Schedule on slide 11 of the presentation, and requested that WT produce for the IGSC a schedule of PLFP communications milestones, and an associated communications plan. • **Action:** WT agreed to provide PLFP dashboards to all IGSC members, not just ESC members. WT is to provide a schedule of PLFP communications milestones and associated communications plan.
4.	Quayside Update	*Quayside General* • Meg Davis presented on Quayside, noted the July 31 release of the Plan Development Agreement (PDA), and provided an update on the Master Innovation and Development Plan (MIDP) process. WT indicated that the Quayside Project Management Team is working on a Port Lands-like dashboard for the Quayside project; and spoke to an Evaluation Framework and targets that Sidewalk Labs will need to meet to satisfy the Framework. The Evaluation Framework is due to be completed in November. • WT was asked if it would provide the IGSC with the targets and the Evaluation Framework before it goes public. • WT offered that it could hold a review session with the relevant government staff teams.

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		MIDP • WT was asked to provide the IGSC with a detailed critical path for the MIDP, including what is expected of governments, and to provide a clear understanding of the feedback loop on the public's engagement on the MIDP, particularly with respect to how public input will be incorporated. [redacted] • **Action**: WT agreed that a Critical Path for the MIDP would be provided and that a draft Quayside dashboard is under development and would include many of the elements requested by government. *Digital Strategy Advisory Committee* • Kristina Verner provided an update on the Digital Strategy Advisory Panel (DSAP) and indicated a need to fill two DSAP vacancies. The DSAP has met three times to date and is finalizing a work plan for consideration at its next meeting, now planned for October. WT is working with the DSAP on materials for a series of Civic Lab engagement events, the dates for which are likely to be revised. WT has invited active government participation in the Civic Lab event dialogues (not just observation). • The City reiterated the need for a communications strategy that could help the IGSC anticipate / be aware of DSAP developments. • Meg Davis spoke to the public engagement plan and reinforced the need for WT to be proactive in leading the public interest piece of the data element of Quayside. • The Ministry of Infrastructure also reiterated the need for a communications strategy that illustrates respective responsibilities and issues management. • It was noted that governments are on the receiving end of public perceptions and it is therefore important to get ahead on such issues – not just be reactive, and that now is the appropriate time to do so before the MIDP is solidified. As a result, consideration should be given to bringing aspects of the national dialogue on data and privacy into Quayside-related consultations.

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		• WT was asked to further explore DSAP communications opportunities and to identify the dependencies (e.g., considerations around sequencing, who needs to be at the table).
5.	Waterfront Toronto 5-year Strategic Plan	• Michael Nobrega indicated that the WT 5-year Strategic Plan will include some asks of the governments. The IGSC will receive a copy of the draft plan for review/comment 2 days after WT brings it to their Board on October 11. The intent is to allow government's up to six weeks to review and provide input on the draft. • It was noted that review of the 5-year Strategic Plan by all governments by the November IGSC may not be feasible.
6.	Waterfront Toronto Financial Update	• Lisa Taylor provided a high-level overview of the financial update presentation. WT indicated that it is open to IGSC feedback on the first iteration of the Portfolio Dashboard. [redacted] • For the Enterprise Resource Planning (ERP) system WT is confident it can launch the system in October. • With respect to the Ontario Auditor General Value-for-Money audit, WT noted that it is expecting a draft AG report in October. The City noted some factual and contextual errors in the Factual Clearance document that it had been provided. The City also clarified that it would provide feedback in writing and would request a meeting with the Auditor General's office to discuss its feedback. • **Action:** The IGSC will provide comments to WT on the Portfolio Dashboard. It was noted that if the extension of borrowing is brought forward in the context of the 5-year plan, a rationale will be required to explain need. .
7.	Tri-government / Waterfront Toronto Accord	• The presentation on the Accord was treated as "read" in the interest of time. No specific recommendations were discussed. • The IGSC directed the Tri-Government Working Group (TWG) to keep developing the draft text, with the goal of presenting a final draft at the next IGSC meeting.
8.	In-Camera Session	• An in-camera session was held by IGSC members.

DRAFT

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Quayside MIDP Update

Intergovernmental Steering Committee
November 13, 2018

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MIDP Outline

WATERFRONTToronto

VOLUME 1
Development Plans at three scales

Executive Summary		
Chapter	**Description**	**Contributors**
Executive Summary	A comprehensive synthesis of the ensuing three volumes, focusing on the plans at three scales, pillar innovations, and partnership details for Sidewalk Toronto.	Editorial team
Volume I: A Holistic Plan at Three Scales		
Chapter	**Description**	**Contributors**
Project Intro	Overview of the story that led to Sidewalk Toronto. Introduction to planning approach and goals.	All workstreams
A New Approach to Urban Planning	More detailed description of the Sidewalk Toronto approach to planning. More detailed articulation of long-term goals around quality of life and identification of the core innovations that can help achieve these goals when deployed at full scale. Each plan section to follow will demonstrate how it meets the set of core objectives introduced in this section and how it differs from traditional planning efforts.	All workstreams
Testbed Scale	This chapter describes the need for a testbed that can serve as a place of experimentation and enable ideas to evolve over time. It will include full site plans for Quayside and a description of how the pillars have informed that plan in an integrated way.	Planning Working Group (A.Winters, A. Santo) with input from Pillar Working Groups
Proof-point Scale	This chapter describes the need for larger-scale proof points that can bring the innovations being tested at Quayside to life in a significant way. This approach will include plans for a broader geography adjacent to Quayside such as Villiers-Keating in order to demonstrate the significant improvement in quality of life goals that occurs when new transportation, energy, buildings, and utilities infrastructure are deployed at a larger scale.	Planning Working Group (A.Winters, A. Santo) with input from Pillar Working Groups
Full Scale	This chapter describes the transformative quality of life impact that can be achieved when the innovations first tested at Quayside, and developed at greater scale, can be deployed at full scale. It will include a vision for how such an impact might be achieved across a geographic scale like the Port Lands.	Planning Working Group (A.Winters, A. Santo) with input from Pillar Working Groups
A New Type of Community	This chapter describes the values for inclusion driving the plan, and the social infrastructure that will be layered on top of the development to help achieve these values, including health and well-being, education and opportunity, civic engagement, and accessibility. It will then present a vision for what this community of the future might look and feel like.	All workstreams, with specific input from the Community Services Working Group (J. Lack, L. Gash)

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MIDP Outline

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VOLUME 2

Pillar deep dives and innovation ideas

Volume II: A New Approach to Urban Innovation		
Chapter	**Description**	**Contributors**
Innovation Introduction	Overview of the Sidewalk Toronto approach to innovation. This approach recognizes that cities have always been great engines of innovation, but that innovation can often have as many negative impacts as positive ones. That's especially true in the digital age, as the pace of innovation becomes more rapid. This section outlines the key lessons from the original smart cities movement: put people first, avoid a top-down or locked-in approach, and recognize that digital technology is just one tool that must be considered alongside design and policy to improve urban life. This section ends with the development of dozens of "pillar" innovations capable of achieving dramatic improvements in quality of life when deployed at scale.	Editorial team
Mobility	Describes the innovations that work toward a transportation system that is as convenient as today's while also being safer and healthier, more affordable, and less disruptive to public space.	Mobility Working Group (R.Aggarwala, C. Glaisek)
Public Realm	Describes the innovations that work toward a system of public space that brings together more people, more of the time, in more diverse ways.	Public Realm Working Group (J. Shapins, P. Mallozzi
Buildings	Describes the innovations that work toward more sustainable buildings that can be constructed or adapted more quickly and at dramatically lower cost.	Buildings Working Group (K. Khalifa, R. Tasaka)
Housing	Describes the innovations that work toward a comprehensive affordability toolkit that increases housing options for people of all incomes and gives rise to a truly mixed-income neighbourhood.	Housing Affordability Working Group (J. Greenbaum, L. Gash)
Sustainability	Describes the innovations that work toward a new standard for urban sustainability and a replicable path to climate-positive communities.	Sustainability Working Group (C. Matthews, A. Barter)
Digital Infrastructure	Describes the foundations for digital tools that can help communities address challenges and improve services, while creating the open conditions for innovation. The bulk of the chapter is focused on a new framework for Responsible Data Use that will set a new global standard for protecting personal privacy while encouraging innovation.	Platform Working Group (C. Nevill-Manning, K. Verner)

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MIDP Outline

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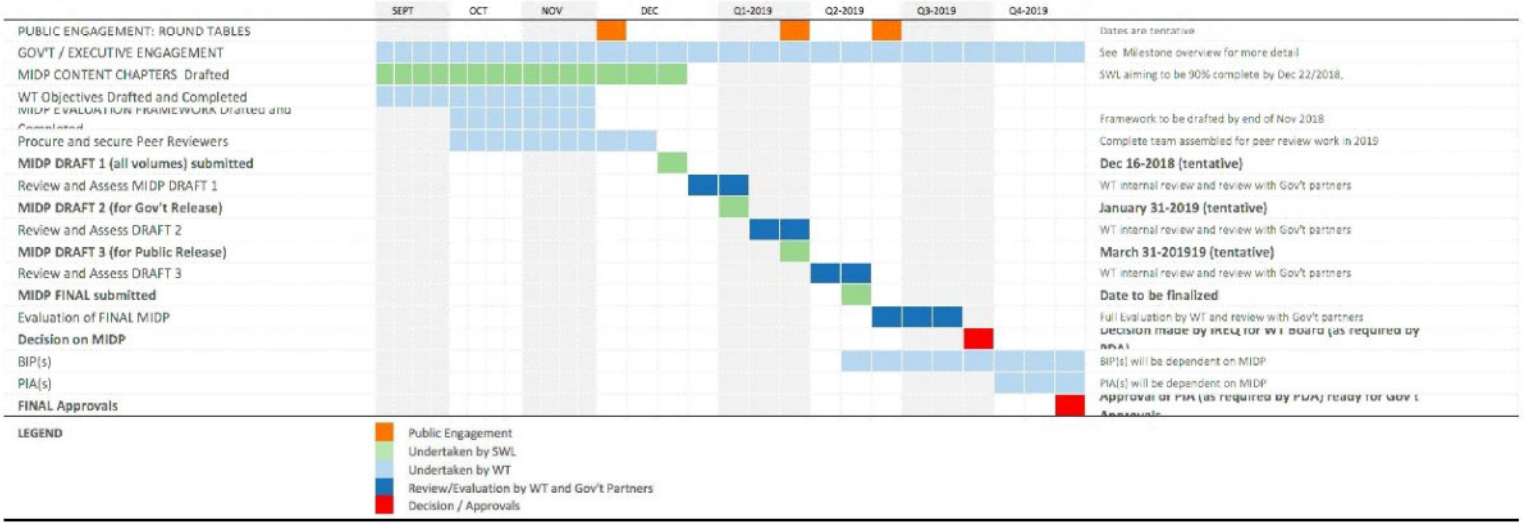
VOLUME 3

Business Terms, Financial Model, Roles & Responsibilities, Policy Impacts, Implementation

Volume III: A Model Partnership for the 21st Century Economy		
Chapter	**Description**	**Contributors**
Partnership Introduction	Overview of this volume, which describes the details for a new type of partnership designed to achieve ambitious quality of life goals in a financially sustainable and replicable way.	Editorial team
Economic Development Plans	This chapter covers the creation of a global hub for urban innovation along the waterfront. This new cluster is catalyzed by Google Canada's Headquarters. It is supported by a new urban innovation institute and conditions that make it easy for startups to launch and for entrepreneurs to scale. It is further supported by a robust workforce development program designed to create new opportunities for local workers, and by a placemaking program that attracts knowledge economy and service workers.	SWL + WT Development Teams; specific input from the Community Services Working Group on workforce development
Roles and Responsibilities	This chapter outlines the roles of Waterfront Toronto, Sidewalk Labs, third parties including the local development community, and government in this new partnership model.	SWTO Leadership
Policies and Regulations	This chapter outlines the policies and regulations the new partnership requires to thrive, including a special innovation zone, government approvals and commitment, and the transactional agreements that protect both the public and private interests.	Policy, Communications, Government Relations teams (M. Lasher, E.Chalupka)
Financial and Economics	This chapter outlines the financial approach to implementation at scale, and the Sidewalk Labs' business model.	SWTO Leadership
Implementation Details	This chapter outlines the phased implementation for development over various scales, including economic impact anticipated at each scale.	SWTO Leadership; Planning Working Group

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MIDP
Development Schedule Overview



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Pillar Overview

Sustainability A truly climate positive community	**Mobility** A competitive, safer alternative to the private automobile for every trip
Public Realm A public realm for the entire region that is delightful and vibrant year round	**Buildings** A built environment that is more flexible, sustainable and affordable
Community + Social Infrastructure A close-knit, healthy community with seamless access to vital daily services	**Housing Affordability** Inclusive, affordable housing for people of all ages, abilities and means
Digital Platform Open digital infrastructure that inspire innovation	**Privacy + Data Governance** A new standard for transparent, accountable, and responsible data use

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Foundational Initiatives

Sustainability

- **Low Load Buildings**
  - All buildings will be designed to low load outcome-based energy target inspired by the Passive House standard, with dynamic energy performance targets.
- **Flexible Thermal Grid**
  - Utilize waste heat and geothermal resources to offset use of fossil fuels for heating, leveraging an innovative ambient temperature thermal energy loop.
- **Advanced Electrical Grid**
  - A neighbourhood-level smart grid with rooftop solar PV, EV supercharging, and enhanced operator visibility integrated with the city-wide electrical grid.
- **Solid Waste Management**
  - Enable a local circular economy with 90% solid waste diversion from landfill, enabled through Pay-As-You-Throw (PAYT) enhanced sorting.

Mobility

- **Streets for People**
  - A focus on designing streets that are attractive places to be and to maximize pedestrian safety and comfort
- **Adaptability/Dynamic Curbs**
  - A curb that shifts based on daily demand to optimize space and that evolves over time as new transportation trends emerge
- **Shared and Electric Mobility**
  - Shared and shared electric mobility options (e.g. electric bike share) for short trips and to improve connections to rapid transit
- **Cycling**
  - Building cycling infrastructure to accommodate a diverse range of cyclists, and introducing strategies for improved safety and user comfort.

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Foundational Initiatives

Public Realm

- ➔ Stoa: Ground Floor Activation
  - A highly flexible indoor/outdoor public realm that advances new approaches to streets and ground floor animation
- ➔ Climate Mitigation
  - Create flexible infrastructure that keeps the public realm vibrant ~18 hrs/day and usable year round
- ➔ Expanding Public Realm
  - Creating more public space and re-balancing the priority for pedestrians, bikes and transit.
- ➔ Paving Innovations
  - Modular, dynamic and innovative paving materials to create a safer, more efficient and adaptable public realm.

Buildings

- ➔ Tall Timber
  - New timber technologies create the opportunity to advance sustainable materials in construction, that can improve design flexibility, affordability, and leverage the Canadian timber industry
- ➔ Flexible Building Typologies
  - Create structures that are more responsive to the needs of its users over time. Using modular and prefabricated construction, smarter material and technology to enable a building's uses to change as users do
- ➔ Radical Mixed Use
  - Leveraging technology and performance based code to make the use and mix of space more efficient
- ➔ Sustainability + Wellness
  - Build at the highest sustainability standard which positively impacts the environment, lowers cost of utilities, and improves the occupants' well-being

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Foundational Initiatives

Community + Social Infrastructure

➔ Physical Hubs

- **Care Hall:** the anchor of the health and human services strategy, the Care Hall is a set of co-located service providers
- **Opportunity Hub**: the anchor of the learning and career opportunities strategy, the Opportunity Hub could include a primary school, child care centre as well as complimentary learning and employment services
- **Civic Assembly**: the anchor of the civic life strategy, a community gathering place for digital literacy, community input, and feedback.

➔ Workforce Employment Strategy

- Programs to assist unemployed and underemployed as well as provide skill upgrading for emerging high demand careers

➔ Digital Supports

- Digital tools to support coordination of services and facilitate neighbourhood activities

Housing Affordability

➔ Purpose Built Rental

- Commitment to create a significant supply of purpose-built rental units to serve a spectrum of incomes

➔ Housing Typologies

- Pilot new housing typologies that combines smaller living space with shared communal facilities and operations model, ideally applicable to singles, families, and seniors

➔ Non-profit Collaboration

- New collaborative model to foster partnerships with nonprofit housing and supportive housing providers in Toronto to deliver deep affordability

➔ Shared Equity Models

- A housing model that reduces the barriers to homeownership, with emphasis on middle income households, allowing end users to buy a percentage of a unit and rent the balance from a non-profit housing provider

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Foundational Initiatives

Digital Platform

- ➔ Ubiquitous Connectivity
  - WiFi
  - 5G
- ➔ Koala Mounts
  - Universal mounting technology for sensors

Privacy + Data Governance

- ➔ Privacy by Design
  - De-identification of personal information
- ➔ Civic Data Trust

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Policy Review Listing

SWL has provided an early draft of Policies that may have to be considered as a result of the MIDP

Pillar	Municpal	Provincial	Federal
Public Realm	Urban Design Guidlines	Planning Act	Navigation Protection Act (Federal)
	City of Toronto Act	Land Use Compatibility D- 6 Guidelines (Provincial)	Canadian Environmental Protection Act
	City of Toronto Municipal Code Chapter 162	Ontario Building Code	Fisheries Act, 1985
	City of Toronto Noise By- law		Navigation Protection Act Small Vessel Regulations
	City of Toronto Pavement Structural Design Guideline		Canada Shipping Act, 2001
	City of Toronto Lane Widths Guideline		
	City of Toronto Development Infrastructure Policy and Standards		
	Toronto Hydro Street Lighting Construction Standards		
Mobility	Chapter 546 of the Municipal Code	Highway Traffic Act	Motor Vehicle Safety Act and Motor Vehicle Safety Regulations
	City of Toronto Act	O. Reg. 306/15 Pilot Project – Automated Vehicles	
		Compulsory Automobile Insurance Act	
Sustainability	Zoning By-law	Planning Act	Canadian Environmental Protection Act
	Green Roof By-law (Municipal Code Chapter 492)	Environmental Noise Guideline NPC -300	
	City of Toronto Wet Weather Management Guidelines	OEB Act	
		Electricity Act	
		OEB Distribution System Code	
		Ontario Building Code	
		Ontario Water Resources Act	
		Green Energy Act, 2009	
Buildings	City of Toronto Zoning By-laws 1049-2006 and 1174-2010.	Ontario Building Code	
	City Noise By-law – Toronto Municipal Code Chapter 591		
Community		Retirement Homes Act, 2010	Canada Health Act
		Health Care Accessibility Act	
		Commitment to the Future of Medicare Act, 2004	
		Independent Health Facilities Act	
Digital Infrastructure			Telecommunications Act (Telecom Act),
			Radiocom Act, Section 4(1).
			Conditions of Licence for Mandatory Roaming and Antenna Tower and Site Sharing and to Prohibit Exclusive Site Arrangements

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Policy Review: Example

Regulation	Proposed Innovation Examples	Purpose of Regulation Amendments
Ontario Building Code	Tall Timber: construction for 30 storeys	Current Ontario Building Code, imposes height limit of 6 storeys on buildings using timber construction. Will require amendment to code.
	Movable Partition Walls	Re-locating partitions requires building permits, whether for load-bearing walls or otherwise. Building Code requirements include health and safety provisions, such as fire prevention and requirements for natural light to bedrooms.
	Electric power and fire sprinkling systems	Same as above.
	Outcome Based Code (or an alternative to traditional Zoning Regulations)	

Regulation	Proposed Innovation Examples	Purpose of Regulation Amendments
The City of Toronto Act	Programmable Streets	Current City permitting processes requires significant notice and application timelines to permanently close roads or to temporarily close or occupy lanes, and the length of closures are time limited.

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Policy Review: Example

Regulation	Proposed Innovation Examples	Purpose of Regulation Amendments
The Planning Act	Parkland Dedication	
	Public Realm: Ownership	Pursuant to ss.42 and 51 of the *Planning Act*, the standard City process is to obtain ownership of City parks and to manage and maintain these parks. In addition to City owned parks, the City enters into agreements with private owners to establish POPS throughout the City which are established and governed in accordance with a set of Council adopted Guidelines.
	Public Realm Management and Maintenance	Same as above.

Regulation	Proposed Innovation Examples	Purpose of Regulation Amendments
Zoning By Law	Malleable Parks and Plazas	Current City permitting processes require long notice and application timelines to permanently close roads or to temporarily close or occupy lanes and the length of closures are time limited.
	The Stoa	Note above concerns regarding ownership management, maintenance and access.
	Animated Passages	Note above concerns regarding ownership management, maintenance and access.
	Outdoor Comfort Toolkit	

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Approach to Evaluating the MIDP

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Evaluation Framework

WT MIDP Evaluation Framework:

- Robust evaluation process that will demonstrate that the MIDP meets our goals and objectives, including considering the development plans and pro forma analysis.
- Supported by a Peer Review that will offer a 3rd party assessment across the entire scope of the MIDP

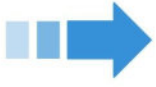
Comprised of:

1.Goals and Objectives
Qualitative and Quantitative Measures

2.Development Plans
Qualitative Measure

3.Pro-Forma
Quantitative Measure

4.Peer Review
3rd party verification



Evaluation Framework

- Integral to the evaluation of the MIDP
- Gives confidence to the Board, Governments and community on evaluation of MIDP
- Projected Completion **November 2018**

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Waterfront Toronto Goals and Objectives

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Summary - WT Goals and Objectives

Implementation Requirements **"Must Do's"**	Five "must do's" to be adhered to through the MIDP phase and into development/execution	1. Public Consultation Protocol 2. Data Governance and Privacy 3. Design Excellence 4. Local Developer Engagement 5. Partnership Model
Pillar Objective "Must Haves"	Out of these desired outcomes, five "**must haves**" have been identified as priorities for WT with respect to the success of the MIDP	1. Job Creation 2. Climate Positive 3. Housing Affordability 4. New Mobility 5. Innovations (To be further developed)
Pillar Objectives	Detailed objectives reflecting Waterfront's **desired outcomes** for the MIDP broken down in eight categories.	1. Economic Development 2. Affordable Housing 3. Digital Platform 4. Sustainability 5. Mobility 6. Public Realm 7. Buildings 8. Community Services

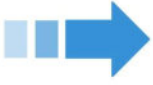
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Process to Develop – WT Goals and Objectives

Developed through a robust and thoughtful five step process. WT has linked **Corporate Objectives, RFP Objectives, key Government Policy Objectives, and detailed WT Pillar Priorities,** culminating in a list of MIDP Goals and Objectives that have been refined and enhanced through a due diligence process with ARUP.

- WT Corporate Objectives
- RFP Objectives
- Government Policy & Strategy Review
- WT Pillar Priorities
- Arup Due Diligence and Metrics work



MIDP Goals and Objectives

- → Forms a key element of the Evaluation Framework
- → Reinforces WT as steward and revitalization lead
- → WT defines the "what", and SWL derives the "how"

WT took a thoughtful and reasoned approach in developing these objectives, focusing on identifying priority outcomes - rather than preferred tactics to achieve said outcomes - with as few prescriptive requirements as possible.

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WT Goals and Objectives: MIDP Implementation Requirements "Must Do's"

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MIDP Implementation Requirements ("Must Do's")

Implementation Requirement 1

Public Engagement (1/2)

1. Meet the public consultation requirements of all the regulatory regimes in which Waterfront Toronto operates. This includes:

- Federal and Provincial environmental assessment processes, and
- the municipal land use policy approval process.

2. Articulate an engagement plan that extends beyond formality or the legislated requirement to consult. A plan that demonstrates accountability, transparency and capacity building, and that will result in informed and meaningful input to further strengthen plans throughout the planning, approval and implementation phases.

- Articulate engagement principles that will inform the plan.
- Define approach for proactive and ongoing opportunities to listen and learn in order to inform and strengthen decision-making, as well as to address concerns.
- Commitment to capacity building to ensure the community is equipped to engage meaningfully, especially on novel and complex issues..
- Incorporate report back mechanisms to communicate how the public's input affected decision-making and the work being completed.
- Ensure meaningful engagement with MNCFN and urban Indigenous communities

Continued on next slide...

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MIDP Implementation Requirements ("Must Do's")

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Implementation Requirement 1

Public Engagement (2/2)

3. Working in service of the public good, create a plan to engage the community to ensure and demonstrate ongoing satisfaction with living/working/visiting in Quayside

- Establish forum(s) to identify, mitigate and respond to issues and concerns related to construction and implementation.
- Strategy to address and resolve questions, concerns or issues during steady-state operations.
- Ensure all residents have equal access to information and participation (inclusive and accessible).
- Commitment to ongoing capacity building or education to ensure awareness and understanding of the novelties, benefits and perceived risks of this new neighbourhood.
- Establish an approach for evaluating and improving effectiveness of communications and engagement.

Implementation Requirement 2

Data Privacy & Governance

Commitment with respect to the following:

1. Compliance with all applicable laws, regulations, policy documents and contractual obligations (including those dealing with personal privacy, data localization and intellectual property).
2. Creation of project specific policies and protocols that effectively define a new global standard in data governance
3. All technologies deployed and solutions provided for the project will be done in an ethical manner.
4. Solutions and data sets will be guided by the principle of making the solutions open by default where feasible and appropriate.
5. Solutions and data sets will consider and have provisions that address data sovereignty. where applicable and feasible
6. Commitment to not share data with third parties, including other Alphabet companies, without the express knowledge and consent of the appropriate regulators and users as appropriate.

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MIDP Implementation Requirements ("Must Do's")

Implementation Requirement 4

Local Developer Engagement

- Demonstrate a strategy to promote and encourage the involvement of the **local development community**

Implementation Requirement 3

Design Excellence

- Commitment to **Design Excellence** and the **Design Review Panel** process throughout the implementation
- Demonstrate a strategy to incorporate an open RFP / design competition for key iconic buildings and public realm

Implementation Requirement 5

Partnership Model

- Provide an appropriate revenue sharing model across real estate, infrastructure, and intellectual property that benefits the public sector

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WT Goals and Objectives:
Pillar Targets and Desired Outcomes

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WT Targets

Job Creation and Economic Development

1. Job Creation	• **Catalyze economic growth** for the City, the Province and all of Canada • **Create an innovation district** and testbed on Toronto's waterfront that includes Google's Canadian headquarters and an Urban Innovation Institute. • **Grow new industries** in Toronto, Ontario, and throughout Canada. • **Partner with Canadian firms** to support local economic development. • **Bolster the local technology ecosystem** through procurement practices that encourage participation from local firms • **Ensure alignment with existing industries** and economic drivers in Toronto. • **Grow jobs across the socioeconomic spectrum** and in a variety of industries. • **Create training and employment opportunities for members of historically disadvantaged and equity-seeking groups.**
2. Economic Impact	• Commit to measurable economic impact indicators that **demonstrate an impact on the cost of living/affordability of the neighbourhood, return on investment, and job creation,** which will be monitored and reported on at least an annual basis

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WT Targets

Housing Affordability

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1. Affordable Housing Funding Mechanism and Minimum Requirements	Create mechanisms to **develop Affordable Housing with private sector participation and with minimal reliance on public sector capital funding** to deliver the following: • Exceed the Waterfront Toronto Affordable Housing minimum requirement, in perpetuity. • Ensure sufficient purpose built rental housing as "Moderate Rental" middle income affordable housing (100-150% AMR). • Provision of market ownership units which allows access to housing to all income groups.
2. Mixed Buildings	**Demonstrate a variety of housing types, tenures, and units within mixed-income buildings.** Consistent with TO Core policies meet the minimum 2 and 3 bedrooms requirements: • A minimum of 15% of the total number of units as 2-bedroom • A minimum of 10% of the total number of units as 3-bedroom of • An additional 15% of the total number of units will be a combination of 2-bedroom and 3-bedroom units
3. **Construction Efficiency Cost Savings**	**Ensure that the cost savings will be transferred to the consumer/purchaser** and contribute to housing affordability.

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WT Targets

Digital Platform

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1. Open By Default

Systems and platforms are designed to be open by default - minimal proprietary architecture to be deployed, as disclosed and demonstrated as necessary, in order to foster innovation, promote competition, create freedom of consumer choice.

- The core platform consists of independent components that conform to open standards
- Open APIs (Application Program Interface)
- Non-proprietary architectures leveraged to the greatest extent possible
- Data collected is shared with government open data catalogues/portals on a free/portals on a free/non-exclusive use

2. Data and Tech Sovereignty

- Protocols, standards and operating agreements do not foster monopolies, barriers to entry or lock-in to a specific vendor
- Data independence - The data associated with solutions can be extracted for use with other solutions in the event that there is a need to move to a different platform/solution.
- Granular policies regarding data sovereignty and routing (informed by legislative requirements, global best practices and project objectives (eg. potential research and development exemptions, support escalation requirements, etc.)
- Jurisdictional localization and equivalent protection provisions consistent with Canadian data protection laws will be incorporated
- Public transparency on routing and localization issues
- Data will be stored in Canada as a first principle, unless there is a documented reason, beyond business case/finance, that precludes the data from remaining here.

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WT Targets

Sustainability

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1. Climate Positive	Enable the development of neighborhoods with below-zero annual greenhouse gas emissions at full build-out, as defined by the C40 Climate Positive Framework. 1. Identify or contribute financial resources to support climate positive buildings and district level solutions. 2. Prepare a draft of a WT C40 Climate Positive Roadmap.
2. Exemplary Building Standards	Design buildings that will be the model for a new building standard that supports Waterfront Toronto's climate positive aspirations. 1. Assist with refining and updating WT Minimum Green Building Requirements. 2. Align with or exceed highest tier of most recent Toronto Green Standard.
3. Sustainable Mobility	Create the infrastructure and policies that enable people to replace carbon emitting vehicles with electric vehicles in order to achieve zero emissions and climate positive targets.
4. Affordable Utilities	Develop a system that incentivizes energy and water conservation and solid waste reduction while ensuring levels of affordability comparable to the average cost of utilities in Toronto, to people of all income levels and all stages of life.
5. Circular Economy	Accelerate a local transition towards a circular economy that establishes a pathway to zero operational waste, with 70% diversion of operational waste at occupancy and significantly reduced demolition and construction waste compared to traditional developments.
6. Resilient Infrastructure	Addressing the Resilient TO initiative through action planning and better preparing buildings and infrastructure to survive and thrive in response to a changing climate and in emergencies.

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WT Targets

Mobility (1/2)

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1. New Mobility	• **Leverage potential benefits of AVs** and new mobility to reduce the amount of right-of-way dedicated to automobiles over time and reallocate this space to public realm or the best alternative land use. • Create the infrastructure and policies that **enable people to replace carbon emitting vehicles with electric vehicles** in order to achieve zero emissions and climate positive targets. • Leverage new mobility to **improve connections to the city's rapid transit network** and alleviate first/last mile challenges. • Reduce the cost and climate impact of the transportation of goods. • Reduce the average cost of convenient transportation for average user. • Regulation of new mobility services should protect the public's interest and infrastructure investment by contributing to, rather than inhibiting, a more efficient transportation system. • Establish open-data protocols for sharing and compatibility of mobility data to improve end user experience and protect privacy.
2. Walkability	• **Develop and deploy a high quality dynamic street network** which balances the right of way over time, accommodates all modes appropriately, and creates an inviting pedestrian experience • All new street designs and mobility technologies should align with the City's Vision Zero design guidelines to **facilitate its goal of zero traffic-related fatalities.**
3. Active Transportation	**Reduce the barriers to cycling** by filling network gaps, building cycling infrastructure to accommodate a diverse range of cyclists, and introducing strategies for improved safety and user comfort, including through the expansion of the Bike Share Toronto network.

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WT Targets

Mobility (2/2)

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4. Transit

- **Connect to, and enhance the existing citywide mass transit network** by improving access to transit via walking, cycling, electric modes and shared mobility.
- Waterfront Toronto, in partnership with Sidewalk Labs, **deliver an innovative funding strategy** for the currently approved LRT service that helps realize its construction , in a phased approach, prior to full site occupancy.
  Funding should be comprised of a hybrid of public and private funding, and the infrastructure should be delivered, owned and operated by a public entity.

5. Network Management

- **Significantly increase the share of trips completed by mass transit, walking, cycling or electric shared mobility.**
- Explore options for deploying network management tools to **maximize the utility of transit infrastructure and manage the dynamic capabilities of the mobility syste**m with privatization of infrastructure only where demonstrated to be the best alternative.
- **Test new mobility pricing models,** including dynamic road/curb pricing and off-site parking to encourage more sustainable transportation choices among users

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WT Targets

Public Realm (1/2)

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1. Quality of Place

- Target **high quality designers** for all aspects of the public realm
- Create a **replicable system for outdoor comfort** which doubles the amount of time in the shoulder season that meets the definition of human comfort.
- Provide a **diversity of amenities and programming opportunities.**
- Create a public realm plan which **achieves a majority of stakeholder and public support**

2. Public Access/Ownership

- Enable the development of a **public open space system is 100% publicly accessible.**
- All dedicated **Park land must remain in public ownership**.
- Designing public realm and associated amenities to be **accessible for users of all abilities** in compliance with AODA.

3. Activation

- Deliver an amount of public space that totals **30% of the overall site area** including public parks and privately owned publicly accessible spaces.
- Fund the delivery of a **high quality of public space** i.e. above base park and equal to or better than the Waterfront Standard premium for all public space ($1,800/m2)
- **New models of public realm financing**, governance and management should be developed.
- Provide a plan that will deliver an **animated and diverse ground floor, public realm,** and interface between the two that will remain activated all four seasons.
- Provide a plan that prioritizes **access to the lake** and delivers animation in the Parliament Slip.

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WT Targets

Public Realm (2/2)

WATERFRONTToronto

4. Urban Ecology

- Enhance urban ecology through **growth of the urban tree canopy,** use of LID systems, and creating habitat and opportunities for pollination, exceeding local and national environmental policies and demonstrate using a Biodiversity Action Plan.
- Planting strategy to achieve a **tree canopy coverage of 40%** across public space at maturity.
- Establish a planting detail, that is replicable beyond Quayside that **targets a 90% survival rate of all new street trees.**
- Utilizing **natural systems to manage stormwater** and reduce runoff where appropriate. Exceed Ministry standards for stormwater management
- **Meet or exceed the city's green streets guidelines** for public realm spaces in the public right of way

5. Maintenance

- Propose a mechanism by which a higher level of maintenance of publicly dedicated **Parks and Public Realm can be delivered at no additional cost to the City above their average.**

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WT Targets

Buildings

WATERFRONTToronto

1. Health and Wellness

- Ensure building design and materials used not only embody less energy, but **improve the health and well-being of the occupants**.
- **Provide for human and nature interactions** in both the interior and exterior of buildings so the majority of occupants are connected with nature directly.
- Ensure buildings meets the intended performance of **Daylighting Fenestration and Indoor Biophilia** of the WELL certification criteria for buildings

2. Flexible Buildings

- Flexible spaces that enable an **adaptable mix of buildings and uses,** helping a complete community meet changing needs of affordable housing options and vibrant amenities.
- Provide a set of design guidelines ensuring a high level of adaptable and flexible spaces that **allow for more than a singular type of use within the podium.**
- Provide a plan that will deliver an **animated and diverse ground floor, public realm**, and interface between the two that will remain activated all four seasons.
- Develop and demonstrate building designs that allow for and **support a variety of housing types, tenures, and mixed income units**

3. Construction Methodologies

- Employ new construction methodologies that ensures a solid financial foundation, manages financial risk and **secures revenue that funds future phases of waterfront revitalization.**
- Ensure building design and materials developed at Quayside does not compromise design flexibility in the future and **promotes innovations in the Canadian construction industry.**

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WT Targets

Community Services

WATERFRONToronto

1. Inclusive Communities

- Include a commitment to **incorporating principles of diversity, equity and inclusion** across all facets of the Sidewalk Toronto project so that residents, workers and visitors can access services and opportunities (both digital and physical) regardless of age, physical or mental ability, ethnicity, gender, sexual orientation, religious / spiritual beliefs, immigrant and newcomer status
- Ensure that all development plans **align with the Downtown Community Services & Facilities Strategy** by incorporating its principles in order to plan for and support the necessary community services and facilities across all sectors identified.

2. Workforce Development Strategy

- Ensure at minimum **10% of workforce across the lifespan of the project are hired under the WTEI program** (including subcontract work, retail opportunities, etc.)
- Create a plan and demonstrate how you will create opportunities in the following areas: **apprenticeships, internships, youth engagement, job shadowing, mentorship programs, social procurement.**
- Create/fund a **sustainable training program under the WTEI that focuses on emerging technologies.**

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Pages 656 to 657
are withheld
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Les pages 656 à 657
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paragraphes
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WATERFRONToronto

MEMORANDUM

To: IGSC

From: Kristina Verner

Date: November 5, 2018

Re: Update on Digital Governance Issues on Quayside Project

Over the course of the past six weeks there has been significant media attention relating to the potential digital governance issues that may be factors in the Quayside project. These criticisms essentially relate to four main areas of concern:

1. Privacy
2. Data Residency
3. Data Ownership & Intellectual Property
4. Policy Frameworks

On October 18, 2018 Sidewalk Labs presented their initial proposal regarding digital matters to the Waterfront Toronto Digital Strategy Advisory Council (DSAP). In the proposal, they outlined high-level concepts including the notion of a civic data trust and their ongoing commitment to Privacy by Design.

The DSAP engaged in a thoughtful dialogue with Sidewalk Labs to better understand key elements of their proposal. There has been a subsequent series of detailed questions issued to Sidewalk Labs, which will be the basis of their deputation at the December meeting of the DSAP.

We have engaged additional resources, outlined below, and have discussed emerging concerns with vocal critics, including Bianca Wylie and Jim Balsillie, and are committed to an ongoing dialogue. In addition, we have open lines of communication with Ann Cavoukian regarding her concerns.

Moving forward Waterfront Toronto will lead the next stage of the conversation on these matters to ensure a comprehensive community consultation process and thoughtful consideration of proposals which may come to the Corporation in the MIDP.

With regard to the four key areas of concern identified above, Waterfront Toronto has, or will, undertake the following:

1. Privacy

The Corporation has taken the position that all solutions proposed must meet or exceed the prevailing regulatory and legislative environment applicable. We are aware of the current work being undertaken at various levels of government and want to ensure alignment of our positioning.

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External Support: Chantal Bernier & George Takach

2. Data Residency

There is an emerging sense from the DSAP that a requirement for data localization be formalized, that would include provisions to permit fully justified exemptions, where the need for such an exception is transparent to the public. This will be discussed more fully at the December DSAP meeting.
External Support: Chantal *Bernier & George Takach*

3. Data Ownership & Intellectual Property

Data Ownership - Through their proposal, Sidewalk Labs has made it clear that they do not intend to own data generated through this project. They have recommended a form of Civic Data Trust as the neutral holder of the data and oversight body. There are a number of aspects that need to be explored in this element of their proposal. To help us work through a discovery process on data trusts, we have enlisted MaRS Solutions Lab to conduct a global scan of best practices and convene a discussion on what attributes a smart city data trust may need to have, including the scale, technology, governance and funding requirements. This work will be starting in mid-November through a series of subject matter interviews and a formal workshop.
External Support: M*aRS Solutions Lab, Chantal Bernier & George Takach*

Intellectual Property - While we are still working through the potential business model with Sidewalk Labs, we are being guided by Schedule G of the Plan Development Agreement. To prepare for the more robust discussions that will begin to occur, we have augmented our advisory team from KPMG, adding [redacted] to the roster. George Takach remains our external legal lead on this element of the file.
External Support: George Takach, [redacted]

4. Policy Frameworks

The harshest of critics have implied that this project is progressing in a policy vacuum. It is essential that the public gain a better understanding of the existing policy frontier on the key digital governance issues facing smart city development, not just in the Quayside context, but also more broadly. Ongoing government engagement with Waterfront Toronto staff will be essential. Moreover, government participation at the upcoming community engagement activities is an important step to ensuring accurate information is being provided in a manner that is consistent with our government stakeholders and assuring the broader community of the governments' authority. This includes active participation in the Civic Labs, attendance at Round Table 4, Civic Data Trust workshops and continued attendance at the Digital Strategy Advisory Group Meetings.
External Support: Chantal *Bernier & George Takach*

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20(1)(b)
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Quarterly Portfolio Dashboard - as of September 30th, 2018

Issued: November 2nd, 2018

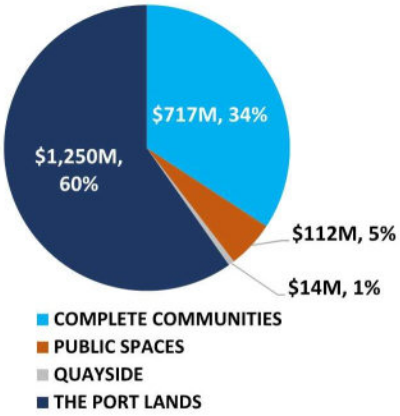
PROGRAM STATUS

OVERALL STATUS | BUDGET STATUS | SCHEDULE STATUS

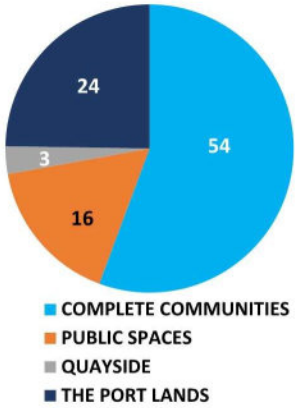
Q2 2018-2019 Update: Waterfront Toronto is currently tracking to deliver all of its projects on budget and is in compliance with its contractual obligations. Schedule risks are being closely monitored to ensure timely project delivery.

PROGRAM SUMMARY

Approved Investments by Priority Initiative ($2.1B)



Number of Projects by Priority Initiative (97 projects)

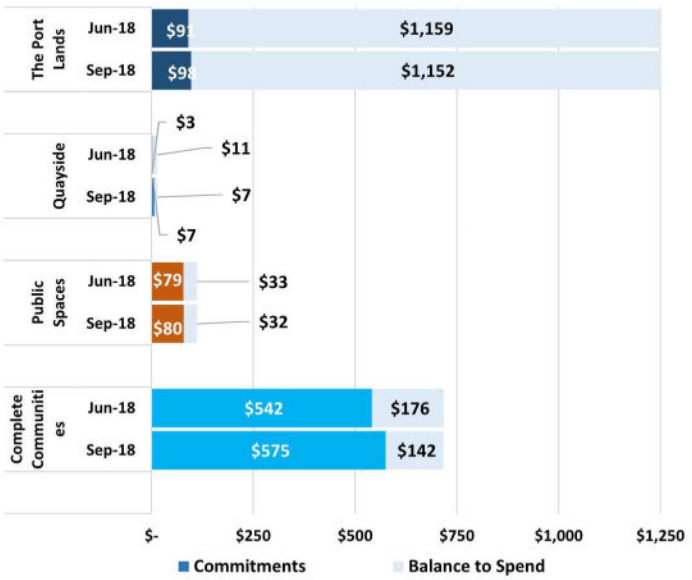


Expected Project Duration

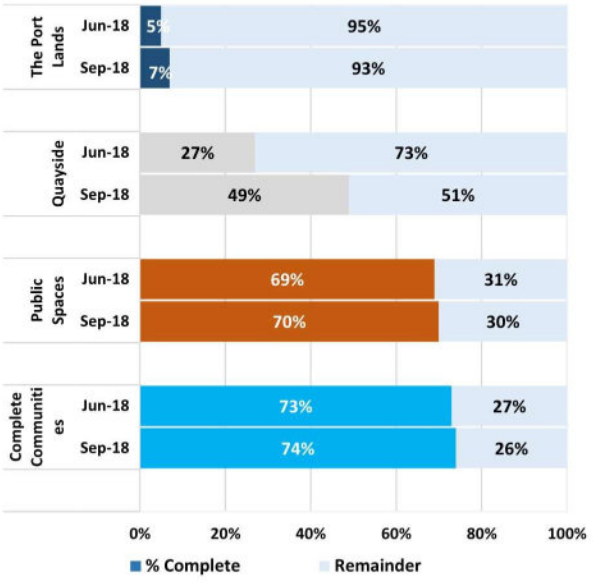
	2018	2019	2020	2021	2022	2023	2024	2025	2026	2027	2028
THE PORT LANDS											
COMPLETE COMMUNITIES											
PUBLIC SPACES											
QUAYSIDE											

PROGRAM IMPLEMENTATION INDICATORS

Commitments and Balance to Spend ($M)



Project Completion



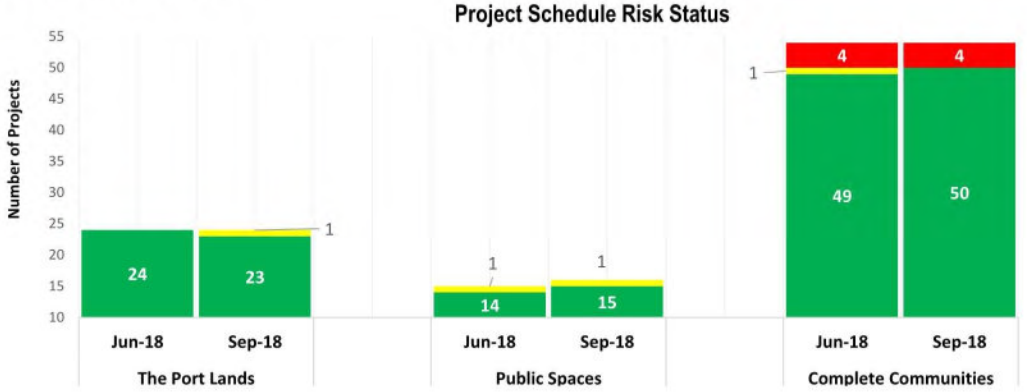
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Quarterly Portfolio Dashboard - as of September 30th, 2018

Issued: November 2nd, 2018

PROGRAM RISK STATUS

Project Schedule Risk Status



- Low Risk -On Schedule/0-1 months behind schedule
- Medium Risk -1-6 months behind schedule
- High Risk -6+ months behind schedule

Projects on High Risk (4):

1. Stormwater Management Facility
2. Aitken Place Park
3. East Bayfront Local Streets
4. Queens Quay East and Parliament Intersection

Note: The Bentway – 800 Fleet Street and Garrison Road was added to the portfolio since the June 30th update.

Project Budget Risk Status



- Low Risk -Forecast to complete within approved budget
- Medium Risk -Forecast to complete within 10% of approved budget
- High Risk -Forecast to complete more than 10% over approved budget

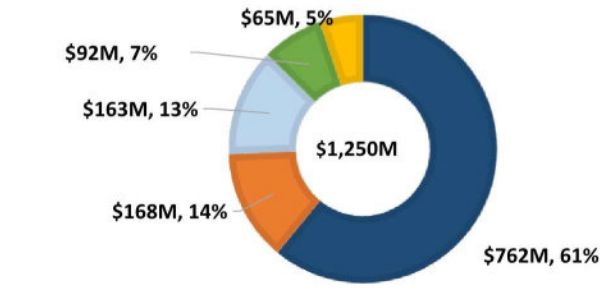
Projects on High Risk (3):

1. Lakeshore Road & Rail Bridge Modifications (No impact on overall project budget)
2. Rees Street Park Design Competition
3. Dockside Block 1 Dockwall Reinforcing

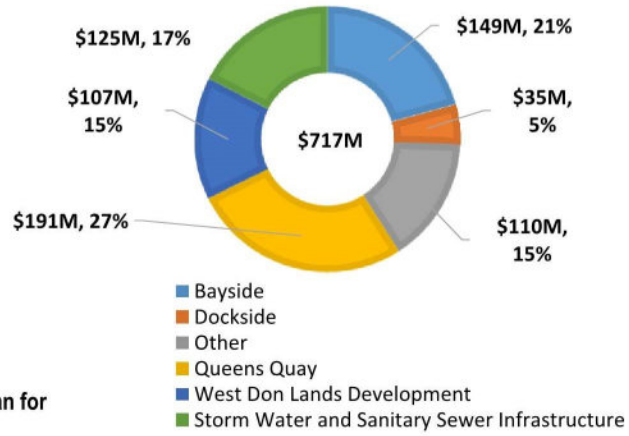
Note: Quayside project status update is included as part of Quayside Dashboard

INVESTMENT BY PRIORITY INITIATIVE

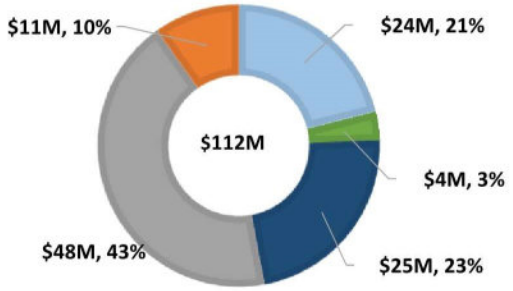
Approved Investment Plan for the Port Lands ($M)



Approved Investment Plan for Complete Communities ($M)



Approved Investment Plan for Public Spaces ($M)



Note: Quayside project status update is included as part of Quayside Dashboard

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CHERRY STREET STORMWATER AND LAKEFILLING PROJECT

Waterfront Toronto

THE PROJECT

The project is receiving $32.5M (50% of project) from the Clean Water and Wastewater Fund (CWWF). Infrastructure Canada has yet to receive a claim for this project.

The project is creating new landmass by lakefilling around the Essroc Quay to stabilize the shoreline. The current dockwall is at risk of collapsing under flooding conditions so the infilling will aid in safely conveying increasing storm and flood waters. The project will improve water quality, optimize water and storm infrastructure, and create new naturalized open spaces and aquatic habitat. This will ultimately form part of Promontory Park - a component of the Port Lands Flood Protection project. Construction has started as of December 2017 and the expected completion date for this project is March 2019.

A dashboard developed by the Recipient, Waterfront Toronto (WT), outlining the Project components, budget and schedule has been provided in Annex A.

UPDATE:

As of September 30, 2018 construction for Cherry Street Lake filling is approximately 52% complete and progressing on track. Rock anchor installation for the dockwall at Cell 1 confinement is completed. Relocation of inner berm to the future Cherry Street ROW is also completed. Work that is ongoing:

- Preparatory works for the installation of underlayer stone over corestone;
- Awarding of the Hydroseeding, Tree Planting and Landscaping package;
- Installation of the cap beam formwork and rebar on completed combi-wall;
- Completion of Cells 2 and 3 lakefilling; and
- Commencement of lakefilling for Cell 1.

RISK:

A late start to the underlayer stone process has occurred due to late submission of a material sample and placement procedure approval. A mitigation plan is required to complete this component by April 2019. Further risk mitigation is required for the dockwall. Property for storage of fill materials has been acquired by WT and coordination of dredging along the Keating Channel by Toronto Port Authority while installation of dockwall anchors and underlaying stone placement are ongoing.

COMMUNICATIONS, PUBLIC AND STAKEHOLDER RELATIONS:

- Communications with the Mississaugas of Scugog Island First Nation have been initiated;
- Communications with the Mississaugas of New Credit First Nation continue; and
- The new website (www.PortLandsTO.ca) is now live and includes up-to-date information about construction.

Included is the Cherry Street Dashboard provided to Infrastructure Canada by Waterfront Toronto.

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PLFP Monthly Program Dashboard - as of September 30th, 2018

Issued: November 2nd, 2018

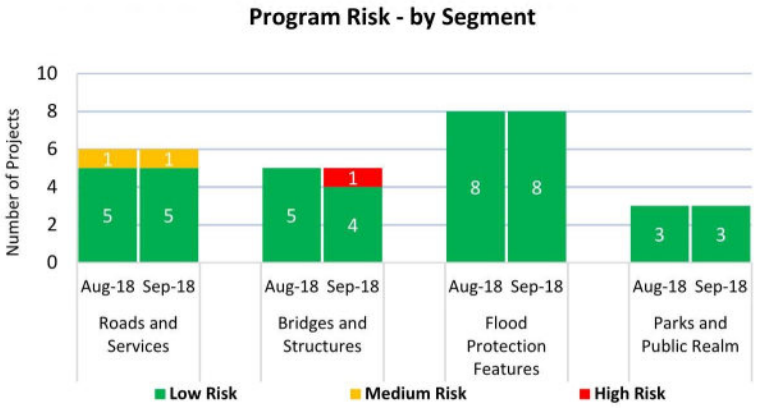
PROGRAM SUMMARY

CUMULATIVE STATUS **BUDGET STATUS** **SCHEDULE STATUS**

Q2 2018-19 UPDATE:

Waterfront Toronto is tracking the progress of the Port Lands Flood Protection (PLFP) Program and is proceeding in accordance with the contractual budget and schedule obligations. Schedule and budget risks are being closely monitored to ensure program delivery.

PROGRAM RISK STATUS

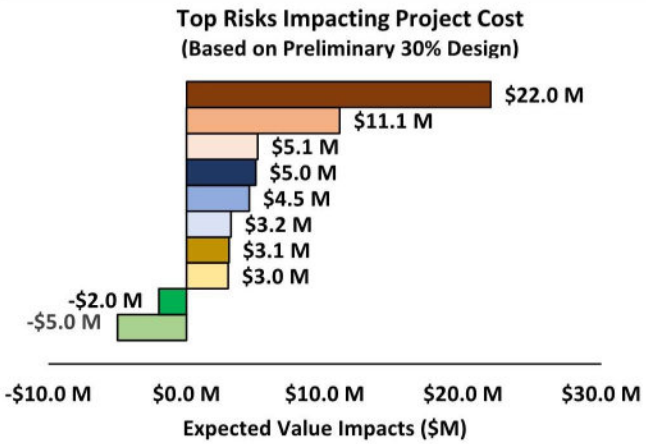


Low Risk	- On Schedule/0-1 months behind schedule - Forecast to complete within approved budget
Medium Risk	- 1-6 months behind schedule - Forecast to complete within 10% of approved budget
High Risk	- 6+ months behind schedule - Forecast to complete more than 10% over approved budget

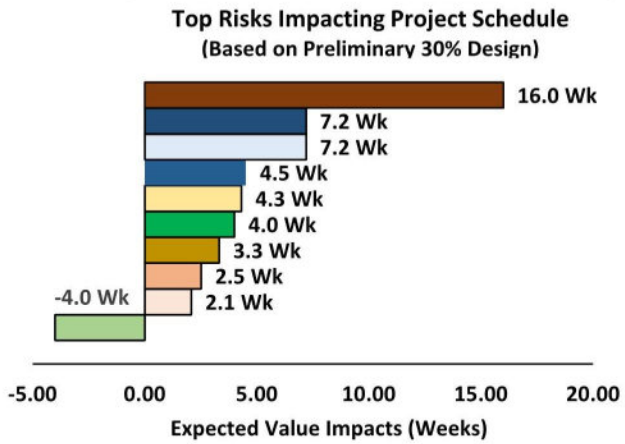
Project Name	Budget	Schedule
Commissioners St. West to New Cherry St.	●	●
Commissioners St. East to Saulter St.	●	●
Cherry Street Re-alignment	●	●
Don Roadway North	●	●
Hydro One Integration	●	●
Site Wide Municipal Infrastructure	●	●
Roads and Services	●	●
Cherry Keating-Cherry Street Bridge North	●	●
Cherry Polson-Cherry Street Bridge South	●	●
Commissioners Street Bridge	●	●
Old Cherry St Bridge Demolition	●	●
Lakeshore Road & Rail Bridge Modifications	●	●
Bridges and Structures	●	●
River Valley System & Don Greenway	●	●
Keating Channel Modifications	●	●
Polson Slip North Side Naturalization	●	●
Don Roadway Valley Wall Feature	●	●
Eastern Avenue Flood Protection	●	●
Flow Control Weirs	●	●
Sediment and Debris Management Area	●	●
Villiers Island Grading	●	●
Flood Protection Features	●	●
River Park North	●	●
River Park South	●	●
Promontory Park South	●	●
Parks and Public Realm	●	●
Cumulative	●	●

Note: Flood Protection Features Program excludes East Harbour Flood Protection Landform project.

KEY RISKS & IMPACTS



- Gardiner Underpinning
- Deep Soil Mixing (DSM)
- External Market Forces In Excess of Cost Escalation
- TPLC Studio Temporary Accommodation
- Sediment Management Technology Alternatives
- Sediment Management Operations Equipment
- Risk Aggregate below Threshold
- Temporary Utility Relocation to Maintain Access
- Opp: Optimize Planting Soils
- Opp: Gardiner Ramp Demolition



- Coordination with Non-Hydro Utilities
- Aggressive Design Schedule
- De-watering Effluent Discharge
- Sub-grade Excavation and Backfill at Polson Slip
- Health & Safety - Worker PPE
- Deep Soil Mixing (DSM)
- TTC Bridge Design Approval
- Substantial Failure to Establish Plantings
- Environmental Basis for Cherry St. Design
- Opp: Fisheries Timing Window Optimization

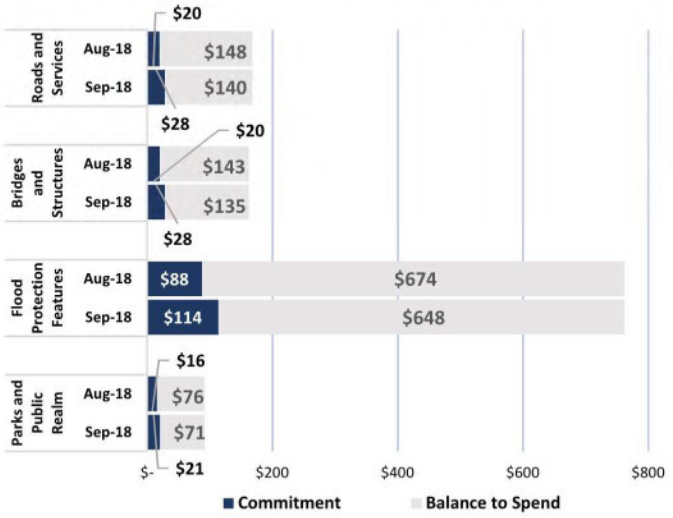
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PLFP Monthly Program Dashboard - as of September 30th, 2018

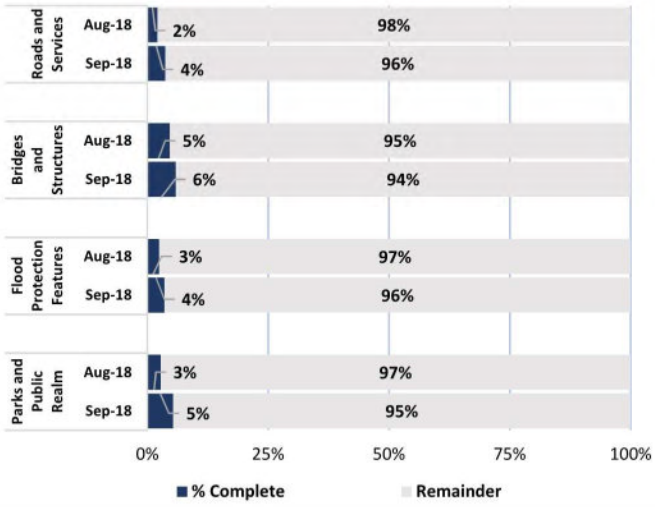
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PROGRAM BUDGET STATUS

Commitments and Balance to Complete ($M)

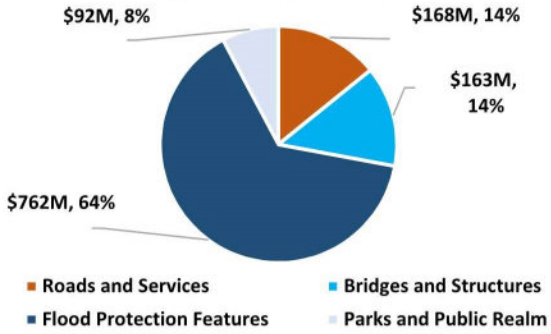


Program Progress - by Segment

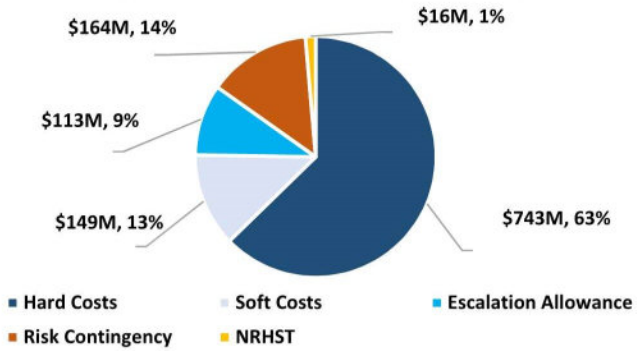


PROGRAM BUDGET ALLOCATION

Program Cost ($1.185B)



Program Cost by Cost Category ($1.185B)



FINANCIAL SUMMARY

Figures in Millions

Segment	Project Name	Approved Budget	Total Commitments	Estimate to Complete	Estimate At Completion	Variance to Budget	Costs Incurred to Date	% Complete to Date
Roads and Services	Commissioners St. West to New Cherry St.	$ 18.00	$ 3.89	$ 14.11	$ 18.00	$ -	$ 0.65	3.63%
	Commissioners St. East to Saulter St.	7.00	1.11	5.89	7.00	-	0.28	3.95%
	Cherry Street Re-alignment (North & South of Keating)	22.00	7.05	14.95	22.00	-	1.99	9.04%
	Don Roadway North	7.00	1.88	5.12	7.00	-	0.46	6.52%
	Hydro One Integration	12.00	1.83	10.17	12.00	-	0.28	2.36%
	Site Wide Municipal Infrastructure	102.00	12.65	89.35	102.00	-	2.68	2.63%
Bridges and Structures	Cherry Keating-Cherry Street Bridge North	55.00	7.67	47.33	55.00	-	2.66	4.83%
	Cherry Polson-Cherry Street Bridge South	42.00	9.06	32.94	42.00	-	3.40	8.10%
	Commissioners Street Bridge/Don Roadway	43.00	7.68	35.32	43.00	-	2.49	5.80%
	Lakeshore Road & Rail Bridge Modifications	19.00	3.50	15.50	19.00	-	0.99	5.20%
	Old Cherry St. Bridge Demolition	4.00	0.49	3.51	4.00	-	0.13	3.19%
Flood Protection Features	River Valley System & Don Greenway	486.00	84.75	401.25	486.00	-	20.54	4.23%
	Keating Channel Modifications	35.00	3.04	31.96	35.00	-	0.76	2.16%
	Polson Slip North Side Naturalization	60.00	8.59	51.41	60.00	-	1.78	2.96%
	Don Roadway Valley Wall Feature	27.00	3.86	23.14	27.00	-	0.95	3.50%
	Eastern Avenue Flood Protection	5.00	0.63	4.37	5.00	-	0.17	3.40%
	East Harbour Flood Protection	5.00	-	5.00	5.00	-	0.00	0.00%
	Flow Control Weirs	38.00	3.25	34.75	38.00	-	0.67	1.77%
	Sediment and Debris Management Area	78.00	7.88	70.12	78.00	-	1.80	2.31%
	Villiers Island Grading	28.00	2.05	25.95	28.00	-	0.70	2.49%
Parks and Public Realm	River Park North	23.00	5.53	17.47	23.00	-	1.37	5.95%
	River Park South	27.00	5.72	21.28	27.00	-	1.37	5.07%
	Promontory Park South	42.00	9.52	32.48	42.00	-	2.22	5.29%
Cumulative		**$ 1,185.00**	**$ 191.66**	**$ 993.34**	**$ 1,185.00**	**$ -**	**$ 48.32**	**4.08%**

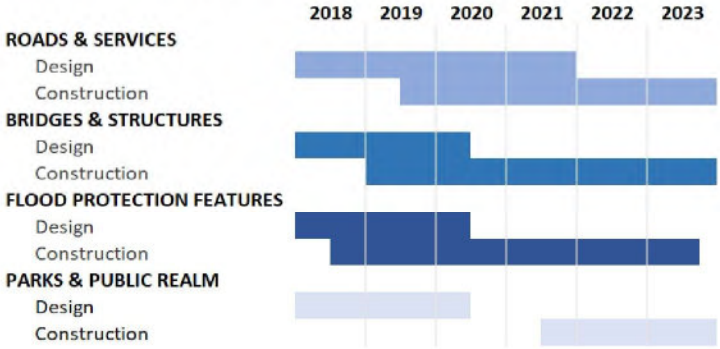
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PLFP Monthly Program Dashboard - as of September 30th, 2018

Issued: November 2nd, 2018

PROGRAM SCHEDULE STATUS

Program Timeline - by Segment



Key Communications Milestones 2018-2019

Groundbreaking	December-18
Cherry Street Bridge North Begins	January-19
Public Meeting #3	March-19
Drop-In Centre Reopens	April-19
Excavation Begins	February-19
Commissioners Bridge Construction Start	August-19

PROGRAM PROGRESS - KEY TASKS

Key Tasks	September	October	November to January	February to April
	▪ To be Secured	▪ Delayed From Last Report		
Permits/Design Approvals to be Secured				
MOECP: Permit to Take Water (PTTW) - North of Keating Channel		√		
TRCA: Permit (Cherry St Bridge N)			√	
Transport Canada: Approval under Navigable Water Act - Bridges			√	
MOECP: Approval of Excess Soil Management Plan			√	
COT: Demolition Permit for Existing Buildings			√	
MOECP: Environmental Compliance Approval for Soil Treatment			√	
COT: Demolition Permit for Old Cherry St Bridge				√
Ports Toronto: Harbour Master Authorization for Cherry St N Bridge and Demolition				√
COT/ECS: Approval of 30% Roads Design		√		
COT: Approval of 30% Bridges Design			√	
Toronto Hydro: Approval of Street Lighting on Bridges			√	
TRCA: Approval of Flood Model			√	
TTC: Approval of Bridges Design				√
Contracts to be Secured				
River Valley Area Laboratory and Testing			√	
Don Greenway, Cherry St. North and Promontory Park: Pre Construction Surveys			√	
Cherry St. Bridge North - Deep Foundation			√	
Bridge Steel Structure Fabrication & Erection			√	
River Valley System Soil Mixing and Sheeting Piling & Dock Wall			√	
Cherry St North Construction			√	
Promontory Parks Earthworks			√	
Parks Playgrounds Design and Fabrication			√	
Cherry St Soil Improvement				√
Sitewide Excavation & Soil Management				√
River Valley Planting Soil				√
Bridges: Substructure & Finishes				√
Design Phase Status				
Cherry St. Realignment		60% Design	100% Design	
Lakeshore Bridge & Rail Modifications		Concept Design		30% Design
Bridges: North, South, Demo, Commissioners		60% Design	90% Design	100% Design
Sitewide Municipal Infrastructure			30% Design	
River Valley System & Don Greenway			D&SP 100% Design	DSM & Exc. 100% Design
Polson Slip Naturalization			D&SP 100% Design	DSM & Exc. 100% Design
Don Roadway Valley Wall Feature			D&SP 100% Design	
Parks: Promontory South and River North			D&SP 100% Design	Rough Grading 100% Design
River Park South			D&SP 100% Design	
Hydro One Integration			Concept Design	
30% Update Component Budget to be Confirmed			√	
Construction Completion				
River Valley System: East & West Cell - Demolition & Site Preparation		√		
River Valley System: Mobilization of Soil Mixing Rigs				√

D&SP = Demolition & Site Preparation, DSM = Deep Soil Mixing, Exc. = Excavation

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SITE PHOTOS



Figure 1
Stripping concrete around rails



Figure 2
Rail removal



Figure 3
Asphalt stripping at south end of 51 Commissioners St



Figure 4
Beginning of rail collection

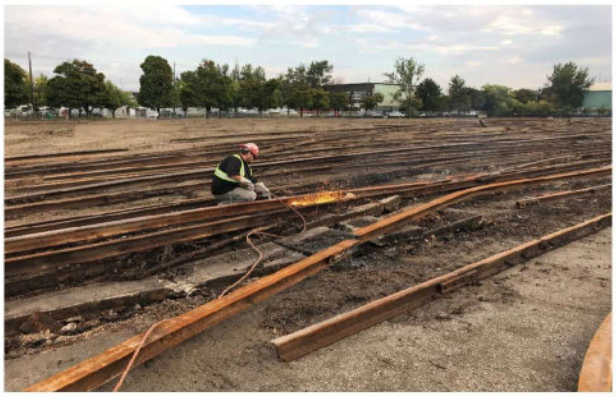


Figure 5
Rail cutting



Figure 6
GHD drilling borehole along Commissioners St

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PORT LANDS FLOOD PROTECTION AND ENABLING INFRASTRUCTURE PROJECT

Waterfront Toronto

THE PROJECT

The Port Lands Flood Protection and Enabling Infrastructure project (the Project) is expected to provide critical flood protection to 290 hectares (or approx. 800 acres) of underutilized and underdeveloped lands in the southeastern portion of downtown Toronto, which are at risk of flooding. The scope includes the creation of a naturalized mouth for the Don River that will safely convey flood waters into Lake Ontario; brownfield remediation; the creation of public parks aquatic habitat; and upgrades to municipal infrastructure including roads, bridges, and water and wastewater systems.

A dashboard developed by the Recipient, Waterfront Toronto (WT), outlining the Project components, budget and schedule has been provided in Annex A.

The federal government is contributing $384.2 million towards the Project under the Toronto Waterfront Revitalization Initiative. This funding is in addition to the $32.5 million being contributed by the federal government for the Cherry Street Stormwater and Lakefilling Project under the Clean Water and Wastewater Fund. Construction of the Project started on June 18, 2018, and is expected to end on March 31, 2024.

UPDATE:

Design: 30% Design is being formalized by WT and is tracking to be on budget with the schedule still under review. Once the 30% Design is formalized, WT will immediately move to 60% Design. Review of these components will guide assessment as to whether projects are in line with 30% Design cost estimates for the following four Project components: 1) the river valley and parks; 2) roads and bridges; 3) servicing and municipal infrastructure; and 4) flood protection features.

Site preparation: Environmental work is ongoing. WT has utilized an opportunity regarding tree removal by contracting with a demolition company instead of awarding a contract for tree cutting to remove the trees. This saved approximiately seven (7) weeks of time and the removed tree trunks were used for the fish habitat.

Challenges in preparation of the underpinning for the Gardiner Bridge component are being assessed. One potential solution involves cutting down the surrounding river area, lowering dockwalls to allow waterflow over top of the structure, and leaving existing structures in place until they can be safely removed. This could involve additional work at a later date. WT is exploring the viability of various solutions.

Construction: WT is mitigating schedule delays through work alignment and sequencing, as well as multi-shift tendering. They will be using double and triple work shifts to build cushion into the construction timeline which can be used for any future delays that may occur. This also allows specialized equipment to be in constant use, which is preferable to the companies that own the equipment.

Budget and Cost: Costs incurred as of September 30, 2018 are approximately $48.32 million which represent 4.08% of the total project budget ($1.185 billion). [redacted]

Oversight Committee: Terms of Reference (Annex B) for the quarterly INFC-WT Oversight Committee have been completed and executed as of October 24, 2018. The first Oversight Committee meeting was held on September 21, 2018. A second meeting was held on October 25, 2018.

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RISK:

The WT project team is monitoring risks and implementing mitigation activities on an on-going basis. Key risks as of September 30, 2018 are as follows:

- The risk of a cost overrun for the Lakeshore Road and Rail Bridge Modifications component is considered high as the project is now expected to be more than 10% over budget. WT has found a design solution intended to mitigate this risk that has been approved by the City;
- The Gardiner Underpinning is the top risk impacting project cost based on Preliminary 30% Design, estimated at a potential $27.5 million for the coordination of ramp structure and sediment management. The risk is due to impacts on cost and stability when working on a live structure. The primary issue is that additional work would be required in terms of sediment management and removal, which cannot be done while the structure is standing;
- The Don Roadway North project is forecasted as running 1-6 months behind schedule and is classified as a medium risk; and
- Coordination with Non-Hydro Utilities currently expected to potentially impact project schedule by 6 months based on preliminary 30% Design.
- WT has been contacted by the Transport Canada Navigation Protection Program regarding the planned clearance height of the new Cherry St. Bridge that will replace the old lift bridge at Keating Channel to determine if a higher clearance is required.

COMMUNICATIONS, PUBLIC AND STAKEHOLDER RELATIONS:

- Tenant consultations are ongoing;
- Communications with the Mississaugas of Scugog Island First Nation have been initiated; and
- Communications with the Mississaugas of New Credit First Nation continue.

SHORT TERM LOOK AHEAD:

- WT continues to coordinate with utilities on site, including Hydro, Hydro One, and Enbridge;
- Project teams will continue to work on submissions related to permits from regulatory agencies (e.g. Toronto Heritage Preservation Services; Ministry of Environment and Climate Change);
- An updated draft of the MOU with First Nations will go to the Oversight Committee members and the Province next week for review before negotiations continue;
- Project teams will continue to work on meeting commitments outlined in the Don Mouth Naturalization and Port Lands Flood Protection Environmental Assessment Study. They have engaged with Transport Canada, Navigation Protection Program, in relation to the Cherry Street Bridge removal and replacement;
- Continue with stakeholder management, communicating, and reporting;
- INFC will continue to communicate with WT, the Province of Ontario and the City of Toronto in order to establish a claims procedure to start being used in the next few weeks;
- Through the Oversight Committee, INFC will continue to track the Project's schedule, budget and progress, as well as monitor and report on the Project risks. INFC will also provide and receive regular updates from the Project funding partners (the Province of Ontario and the City of Toronto); and
- The next quarterly INFC-WT Oversight Committee meeting is scheduled to take place in early February 2019. A site visit is being considered for the end of November / early December., 2018

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Oversight Committee
Terms of Reference

The Port Lands Flood Protection and Enabling Infrastructure Project

Toronto Waterfront Revitalization Initiative

Approved: 09/20/2018

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Introduction

The key role of the Oversight Committee (OC) is to ensure that the Port Lands Flood Protection and Enabling Infrastructure Project (the "Project") is being implemented in accordance with the "The Port Lands Flood Protection and Enabling Infrastructure Project Tri-government Agreement" (CA) entered into between HER MAJESTY THE QUEEN IN RIGHT OF CANADA, represented by the Minister of Infrastructure and Communities (herein referred to as "INFC"), HER MAJESTY THE QUEEN, in right of the Province of Ontario, represented by the Minister of Infrastructure (herein referred to as "Ontario"); the CITY OF TORONTO represented by the Deputy City Manager, Cluster B (herein referred to as the "City") and the Toronto Waterfront Revitalization Corporation (herein referred to as "The Recipient").

This document will present guidelines that are designed to provide the OC members with a description of their roles and responsibilities.

The guidelines will serve to clarify key elements and principles of the CA, and to ensure that management of the CA meets legal and policy requirements of the CA. In addition, the guidelines set out administrative practices for operation of the OC.

Interpretation

Any capitalized terms used herein without definition shall have the meaning assigned to it under the CA.

1.0 Roles and Responsibilities of Canada and the Recipient

The CA will be managed in collaboration between INFC, Ontario, Toronto and the Recipient. For the purposes of the OC, only INFC and the Recipient will be a party. The role of each party is described below.

1.1 Infrastructure Canada (INFC)

The Minister of Infrastructure and Communities is responsible for the overall management of federal infrastructure programs. Day-to-day responsibilities are carried out on the Minister's behalf by INFC staff. As the official spokesperson for federal infrastructure programs, the Minister provides information to Parliament and responds to inquiries from the public and media. The Minister is also responsible for signing the CA and its amendments.

INFC provides advice and support to the Minister of Infrastructure and Communities. The department's principal roles in infrastructure projects are to review proposals for infrastructure projects to ensure they are financially and environmentally sound; make a financial contribution to such projects; account for the proper expenditure of its contribution; communicate with stakeholders, including

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Parliament and the public; and oversee the implementation of the CA. It is responsible for informing the Minister of any risks associated with the project that cannot be resolved by the OC (e.g. major scope changes to the project, etc.) and to making recommendations to the Minister, as required.

In terms of CA implementation, INFC will act as the Federal Co-chair of the OC. INFC makes payments to the Recipient and monitors progress, to support transparency and reflect due diligence.

1.2 Recipient

The Recipient will be responsible for complete, diligent and timely Project implementation, in accordance with the cost provisions and to all other terms of the CA.

The Recipient will assume full responsibility for the operation, maintenance and repair of the infrastructure investment that is the subject of the CA.

2.0 Oversight Committee (OC)

The OC's main role is to ensure that the terms and conditions (and other affiliated documents) set out in the CA are satisfied.

In order to meet its obligations and accountabilities, the OC must implement the necessary governance structure, outlined in Section 2.1 of these guidelines, and perform the tasks that are required to:

- Ensure that all the obligations inherent to the CA are met by all parties;
- Inform and be informed in a timely manner on all aspects that may impact the Project's objectives (scope, time, budget); and
- Have discussions and make recommendations and see to their implementation and follow-up.

The OC's key duties in relation to Canada's contribution to the Project are:

a) monitor the progress and the payment for the Project;

b) act as a forum to resolve potential issues and address concerns;

c) monitor compliance with the terms and conditions related to INFC's contribution to the Project;

d) review and as necessary, recommend to the Parties amendments to the CA; and

e) attend to any other function required by the CA in relation to Canada's

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contribution to the Project, or as mutually agreed to by the Recipient and Canada.

The OC will continue to operate until the Recipient meets all of the project closure requirements outlined in the CA, including any audits, reports and final adjustments.

Note: All information submitted to Canada through the OC is subject to the *Access to Information Act* and the *Privacy Act*.

2.1 Structure

i) OC membership comprises the following:

Co-chairs
- INFC representative
- Recipient representative

Members
- Federal representative
- Recipient representative

Other participants

- Other attendees as requested by the OC Co-chairs. Participation of additional attendees should be approved by both Co-chairs.

The Federal Co-chair and Federal Member are appointed by INFC and announced by letter or by email. Should INFC need to change the appointments, new nominations will be secured and announced by letter or email to the Recipient Co-Chair.

Nomination for these appointments will be provided to the Federal Co-chair by letter or by email before the first official meeting of the OC. Should the Recipient need to change the appointments, new nominations will be secured and provided to INFC.

2.2 Alternates

Co-chairs and Members of the OC may authorize, before a meeting, by letter or by e-mail, an alternate to attend an OC meeting on the behalf of an absent Co-chair or member. A written record of the appointment of the alternate shall be retained in the project files (by means of a note in the meeting minutes, a letter, or e-mail). No party shall be represented by more than one alternate at any single OC meeting.

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2.3 Meetings

INFC, in consultation with the Recipient, will meet as required but at a minimum every quarter.

a) Notice
The Co-chairs will ensure sufficient notice of upcoming meetings is given to all members.

b) Quorum
The quorum for any meeting must include the Federal Co-chair and Recipient Co-chair or their alternates.

c) Request for Meeting
Meetings of the OC may be called at any time by the Co-chairs as required.

d) Location of Meetings
Unless mutually agreed in advance, the Co-chairs will use their discretion to determine meeting locations. Meetings may be held by teleconference or in person.

e) Agenda
Both Co-chairs must agree on the agenda for all meetings in advance. The agenda will be issued to OC Members by one of the members.

f) Chair
The meetings will be chaired by the Federal Co-chair and by the Recipient Co-chair, on an alternating basis.

g) Recommendations
Recommendations of the OC must be unanimous and recorded in the minutes of the meeting.

Recommendations will be confirmed in the official minutes that will follow. In the event that a recommendation of the OC is in doubt, pending publication of the official minutes, confirmation should be solicited from the Co-chairs.

Should a resolution on an issue be required prior to the next OC meeting and it does not prove possible to convene a meeting either by teleconference or in person, email approval of recommendations will be accepted. If a subsequent OC meeting is held, the recommendation should then be recorded in the minutes.

h) Dispute Resolution
In circumstances where an issue cannot be resolved at the OC level in accordance with relevant section of the CA, the Co-chairs will escalated the issue to Senior Officials.

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i) Minutes
The Federal Co-chair and Recipient Co-chair are responsible for ensuring minutes are drafted for each OC meeting. Once drafted, minutes will be signed by the Co-chairs and presented at the next meeting so they become official.

3.0 Project Monitoring

A key role of the OC is to oversee the CA and ensure that the Project complies with the terms and conditions of the CA.

The following activities may be reported by the Recipient and monitored by the OC:

- Status of tendering of contracts;
- Project component and/or milestones, their descriptions and timelines;
- Implementation of the project is in accordance with the terms and conditions of the Duty to Consult (DTC), Environmental Assessment (EA), and other provincial, territorial or federal environmental permits, licenses and approvals;
- Actual project costs and INFC's contributions compared to approved annual budget;
- Communications Activities;
- Recipient Progress Reports;
- Audits;
- Ensure implementation of audit recommendations are completed;
- Project risks;
- Review of the reporting schedule, and
- Other special conditions as listed in the CA.

3.1 Risk Management

The OC should review the project risks and related mitigation measures identified in the Recipient Progress Report during the OC meetings.

3.2 Site Visits

INFC and Recipient officials may take part in site visits from time to time to determine the following:

- That the Project is being constructed as described in the CA;
- That any changes to the Project are being implemented in accordance with the CA;
- That the observed progress on the Project is consistent with the claims for payment which have been submitted to INFC;
- That signage is consistent with the Communications Protocol contained in the CA.

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4.0 Change Approval Process

a) Changes to the Project

The Recipient will inform Canada promptly of any changes to the Project. The Recipient agrees that any changes to the Project will require Canada's consent, which may be subject to terms and conditions, and a corresponding amendment to the CA.

b) Changes to Schedule B.2 (Project Cash Flow)

Schedule B.2 (Project Cash Flow) of the CA should evolve with the life of the Project and be updated at least once a year. When there is a change to Schedule B.2 (Project Cash Flow), INFC will do its best to accommodate the Recipient.

5.0 Reports

The Recipient must submit the Progress Reports and the Project Summary Reports as per Section 6.1 of the CA.

6.0 Audit Plan

If an audit plan is required, it will be discussed at the first OC meeting.

The Audit Plan will include timelines for submission of the audits required and audit follow-up reports. The Recipient will provide the OC with the findings of all audits. If an audit recommends the Recipient to undertake any follow-up actions, this report will outline what the Recipient has undertaken to address the audit's recommendations and results.

The OC will ensure that all required audits, as outlined in the Audit Plan and the CA, are completed and that any concerns identified in the audits are addressed.

7.0 Payment Process

In general, the Co-chairs of the OC are responsible for administering the CA for the project. Therefore, they are responsible for ensuring the accuracy of financial data, particularly with respect to ensuring that project costs are eligible and reasonable and providing timely and accurate information pertaining to the project's cash flow and budget (forecasting potential cost-overruns or future budget issues). The OC should be informed of any concerns regarding the payment process.

INFC will validate the progress claim, ensure that the following conditions are satisfied and arrange for payment:

- The claim is for Eligible Expenditures that are incurred and paid as defined in Schedule A (Eligible and Ineligible Expenditures)

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- a breakdown of Eligible Expenditures of INFC claimed by Project component in accordance with Schedule B.2 (Project Cash Flow) and Schedule B.3 (Project Cost Breakdown) of the CA;
- Payments are limited to Eligible Expenditures incurred by the Recipient after the date of cost eligibility indicated to the Recipient by the Minister and before the Project Closure Date;
- The claim is in accordance with the approved Schedule B (Project Description) of the CA and a revised Schedule B (Project Description) has been submitted, if necessary;
- The claim is consistent with the description provided in the Progress Report and progress observed through site visits where appropriate;
- The claim is supported by appropriate invoices and/or justification documents;
- The Progress Reports have been received on time and approved by INFC;
- The amounts claimed do not exceed the Eligible Expenditures for the Project; and,
- There are no other reasons that prohibit payment as per the CA.

Should any of the conditions listed above not be satisfied, INFC and the Recipient will undertake any necessary action (e.g. provide additional information or justification) to attempt to resolve any issues regarding payments. To facilitate the claims process for the Recipient, INFC will provide a guide to submitting claims that outlines all requirements for having claims approved in a timely manner. Upon request, INFC can set up one-on-one training on the claims process and tools.

8.0 Environmental Management/Duty to Consult

The Recipient will be informed by INFC through a letter of any federal requirements under the *Canadian Environmental Assessment Act, 2012* (CEAA 2012) or if there is a duty to consult with and accommodate Aboriginal groups. This letter will be issued by the Aboriginal Consultation and Environmental Services of INFC shortly after the Minister's approval of the project. Federal EA requirements include projects designated under the *Regulations Designating Physical Activities* of CEAA, 2012, for which an EA would be required, or more commonly, projects on federal lands that require an Environmental Effects Evaluation under s.67 of CEAA, 2012.

INFC will monitor the progress of any outstanding consultation or accommodation activities with Aboriginal groups and CEAA 2012 requirements. If applicable (as stated in the letter outlining CEAA 2012 and AC requirements), INFC will request evidence that CEAA, 2012 requirements have been met and evidence of Indigenous consultation and accommodation activities have occurred. If the DTC has been addressed by another Federal/Provincial department in the context of issuing a permit/license/authorization etc. The Recipient will ensure that construction does not begin prior to written confirmation from INFC these requirements have been met.

If there are no formal requirements, INFC and the Recipient will bring to the attention of the OC any environmental issues or issues raised by Aboriginal groups that could interfere with or delay the implementation of the project and, as appropriate, will work together to assist in the resolution of these issues.

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9.0 Joint Communications

The Recipient and INFC shall ensure to follow the communication requirements as outlined in Schedule H (Communication Protocol) of the CA.

9.1 Communications with the Public

The OC is responsible for ensuring that all communications related to Project provide for equal recognition of all funding partners. This applies to signs on the Project site and any public announcements related to the Project. In addition, any joint public information must be in both official languages and must comply with the CA signed by INFC and the Recipient.

The Recipient and INFC should provide the OC with advance notice of planned Joint Communication events.

10.0 Project Closure

Once the Project is complete, all relevant information has been received from the Recipient, and all outstanding items have been dealt with, the Project can be closed. The OC's involvement in the closure stage will last as long as it is needed.
INFC will provide a project closure guide to be followed by all parties.

Oversight Committee Disbandment

When all closure duties and deliverables have been completed, the OC can be disbanded. This can take place by e-mail, letter or by teleconference by the OC Co-chairs. After the OC's disbandment, the Recipient is responsible for the long-term monitoring of the Project, including possible plans regarding the disposal of its assets, in accordance with the surviving clauses of the CA, and the fulfillment of any other applicable surviving clauses.

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SIGNATURES

The Parties have agreed to the Terms of Reference of the Oversight Committee as signed by the authorized representatives on the date stated opposite each respective Party's signature.

INFRASTRUCTURE CANADA

Date: Oct. 15, 2018

Marie-Pier Nassif
Director, Program Operations Branch
Infrastructure Canada

WATERFRONT TORONTO

Date: Oct. 24, 2018

Emil Zelic
Senior Director, Programs Management
Waterfront Toronto

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APPENDIX A - Agenda Items for OC Meetings

The following are suggested agenda items for the OC meetings. Although all of the items will not be addressed at each OC meeting, they should all be addressed at some point during the OC's life.

First Meeting	Every Meeting	Meetings as required	Project Closure (if required)
• Terms and conditions of the CA • Claims procedure and service standard (required) • Audit Plan • Contracting • Risk Management • Oversight Committee Guidelines	• Note taker • Alternates attending and/or voting on member's behalf (if applicable) • Approval of OC minutes • Progress Reports: ○ Update on project status, completed activities and components and/or milestones. ○ Project schedule and any variances. ○ Schedule B.2 (Project Cash Flow) and cash flow forecast ○ Critical issues / decisions pending or implementation of risk management plan. ○ Environmental issues and compliance. • Claims Report • Risk Monitoring • Communications	• Financial Audit • Progress Report • Audit Plan • Communication Plan and activities • Compliance Audit • Plan to address audit recommendations • Project scope modifications • Report on implementation of audit recommendations • Site inspections and reports	• Final claims • Declaration of Completion Form • Project closure • Program evaluation • Oversight Committee Disbandment

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ATIA - 21(1)(a)
ATIA - 21(1)(b)

Waterfront Toronto DRAFT 2019-2023 Strategic Business Plan

SUMMARY

- Characterized as a *rolling* 5-year Strategic Business Plan, i.e., will be updated on an annual basis as projects and initiatives evolve

- Spending: calls for a total capital investment of $1.9 billion over the next five years as follows:

    - $1.5 billion towards WT's portfolio of existing projects (all funded); and
    - $400 million - raised mainly from philanthropic foundations, private donors and major corporate sponsors - for three *signature* opportunities (Jack Layton Ferry Terminal; Waterfront Walk; Adventure Playground) and two *aspirational* initiatives (Iconic building that could house a Global Centre for Urban Science; Quayside). Approximately 50% of funds would be spent in this five-year strategic business plan cycle.

[redacted]

GENERAL COMMENTS

[redacted]

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Pages 698 to 708
are withheld
pursuant to paragraph
21(1)(a) and 21(1)(b)
of the *Access to Information Act*

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Les pages 698 à 708
Font l'objet d'une exception totale
conformément aux dispositions des
paragraphes
21(1)(a) et 21(1)(b)
de la loi sur l'accès à l'information

Pages 709 to 715
are withheld
pursuant to paragraph
20(1)(b)
of the *Access to Information Act*

****

Les pages 709 à 715
Font l'objet d'une exception totale
conformément à la disposition de paragraphe
20(1)(b)
de la loi sur l'accès à l'information